### WESCO INTERNATIONAL INC

Form 11-K June 30, 2015

#### **UNITED STATES**

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 11-K

(Mark One)

b ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 For the fiscal year ended December 31, 2014

OR

o TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 For the transition period from to

Commission file number 1-14989

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

WESCO DISTRIBUTION, INC. RETIREMENT SAVINGS PLAN

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

WESCO INTERNATIONAL, Inc.

225 West Station Square Drive

Suite 700

Pittsburgh, Pennsylvania 15219-1122

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<sup>\*</sup> Other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.

## II. EXHIBITS

Exhibit 23 – Consent of Independent Registered Public Accounting Firm

Report of Independent Registered Public Accounting Firm

To the Participants and Administrator WESCO Distribution, Inc. Retirement Savings Plan Pittsburgh, Pennsylvania

We have audited the accompanying statements of net assets available for benefits of the WESCO Distribution, Inc. Retirement Savings Plan (the "Plan") as of December 31, 2014 and 2013, and December 29, 2013, and the related statements of changes in net assets available for benefits for the year ended December 31, 2014 and the period from December 30, 2013 to December 31, 2013. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. The Plan is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2014 and 2013, and December 29, 2013, and the changes in net assets available for benefits for the year ended December 31, 2014 and the period from December 30, 2013 to December 31, 2013, in conformity with accounting principles generally accepted in the United States of America.

The accompanying supplemental schedules of assets (held at end of year) as of December 31, 2014 and 2013 have been subjected to audit procedures performed in conjunction with the audits of the Plan's financial statements. The supplemental schedules are the responsibility of the Plan's management. Our audit procedures included determining whether the supplemental schedules reconcile to the financial statements or the underlying accounting and other records, as applicable, and performing procedures to test the completeness and accuracy of the information presented in the supplemental schedules. In forming our opinion on the supplemental schedules, we evaluated whether the supplemental schedules, including their form and content, are presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. In our opinion, the supplemental schedules are fairly stated, in all material respects, in relation to the financial statements as a whole.

/s/ BDO USA, LLP Pittsburgh, Pennsylvania June 29, 2015

WESCO Distribution, Inc.
Retirement Savings Plan
Statements of Net Assets Available for Benefits
December 31, 2014 and 2013, and December 29, 2013

	December 31,	2012	December 29,
	2014	2013	2013
Investments at fair value (Notes 2, 4, and 5)			
Shares of registered investment companies	\$390,143,674	\$374,799,339	\$373,381,345
Stock funds and self-directed accounts	27,230,001	32,764,645	32,658,983
Stable Value Fund	132,536,862	136,902,354	136,636,836
RAFI Enhanced Large Company Fund	35,278,719	33,761,966	33,649,263
	585,189,256	578,228,304	576,326,427
Receivables			
Employer discretionary contributions	10,208,553	480,985	480,985
Promissory notes from participants (Note 6)	13,716,227	13,158,334	13,088,334
Net assets available for benefits at fair value	609,114,036	591,867,623	589,895,746
Adjustment from fair value to contract value for interest in			
the Stable Value Fund relating to fully benefit-responsive			
contracts (Note 5)	(4,205,911	(2,523,237	(2,321,190)
Net assets available for benefits	\$604,908,125	\$589,344,386	\$587,574,556

The accompanying notes are an integral part of these financial statements.

# WESCO Distribution, Inc.

Retirement Savings Plan

Statements of Changes in Net Assets Available for Benefits

For the Year Ended December 31, 2014 and

For the Period from December 30, 2013 to December 31, 2013

	2014	2013
Additions		
Employee contributions	\$27,105,739	<b>\$</b> —
Employee rollovers	1,886,423	17,133
Employer contributions (including discretionary contributions)	19,187,627	_
Net appreciation from shares of registered investment companies	18,868,006	1,461,452
Net appreciation from stock funds and self-directed accounts		94,407
Net appreciation from the Stable Value Fund	3,116,690	34,915
Net appreciation from the RAFI Enhanced Large Company Fund	3,841,535	127,438
Interest and dividend income	8,020,612	34,485
Total additions	82,026,632	1,769,830
Deductions		
Net depreciation from stock funds and self-directed accounts	3,839,548	
Distributions to participants	61,961,398	
Administrative expenses	761,614	
Total deductions	66,562,560	_
Net increase	15,464,072	1,769,830
Transfers in from Talcup Union Plan (Note 8)	99,667	_
Net assets available for benefits		
Beginning of period	589,344,386	587,574,556
End of period	\$604,908,125	\$589,344,386

The accompanying notes are an integral part of these financial statements.

WESCO Distribution, Inc.
Retirement Savings Plan
Notes to Financial Statements
December 31, 2014 and 2013, and December 29, 2013

#### 1. Major Features of the Plan

#### Background

WESCO Distribution, Inc. Retirement Savings Plan (the "Plan") was established as of February 28, 1994 (date of inception). At the date of inception, certain employees of the predecessor company became employees of WESCO Distribution, Inc. (the "Company") and participants in the Plan. At the date of inception, all funds held by the prior plans of the predecessor company related to the employees of the Company were transferred to the Plan.

The Plan is a participant-directed defined contribution plan covering certain employees of the Company and former employees with a fund balance of at least \$5,000 who elected to maintain their funds in the Plan. Former employees cannot make contributions to the Plan.

Participation for eligible employees requires an employee to be scheduled to work at least 1,000 hours per year and requires an employee to be paid through the Plan sponsor's payroll system.

Amendment to Plan Year

On August 23, 2013, the Plan's Administrative and Investment Committee executed the sixth amendment to the Plan (the "Sixth Amendment"). Pursuant to the terms of the Sixth Amendment, the plan year was changed, effective December 30, 2013, to the consecutive 12 month period beginning January 1 and ending on December 31 of each calendar year. The two-day period beginning on December 30, 2013 and ending on December 31, 2013 is referred to throughout these financial statements and notes thereto as the "short plan year."

#### Contributions

The Plan is subject to the Employee Retirement Income Security Act of 1974, as amended ("ERISA"). Participants may elect to make tax deferred contributions ranging from 1% up to the lesser of 50% of their eligible compensation or \$17,500 for 2014 and 2013. The \$17,500 limit may be adjusted in future years by the Internal Revenue Service ("IRS"). The sum of the tax deferred contributions and the after-tax contributions cannot exceed 50% of the participant's eligible compensation. Subject to limitation, the Company will make matching contributions in an amount equal to 50% of a participant's total monthly contributions up to a maximum of 3% of their compensation. Also, the Company may, at the Board of Directors' discretion, make a discretionary contribution to the Plan provided certain predetermined profit levels are attained. Discretionary contributions of approximately \$10,209,000 were made for the Plan's year ended December 31, 2014. The Company made no discretionary contributions for the short plan year ended December 31, 2013.

Participants may rollover into the Plan amounts representing distributions from other qualified retirement plans, an individual retirement account or an annuity. For the year ended December 31, 2014 and the short plan year ended December 31, 2013, the Plan accepted employee rollover contributions of approximately \$1,886,000 and \$17,000, respectively.

The Plan includes a negative enrollment policy. Under this policy, if an individual does not submit an automatic enrollment waiver or elect a deferral rate, the employee will be automatically enrolled in the Plan at a 3% deferral rate. The deferral rate is increased by 1% each September 1 until the deferral rate equals 6%.

Participants who have attained age 50 before the close of the plan year are eligible to make catch-up contributions in addition to pre-tax contributions. A catch-up contribution is a pre-tax contribution that exceeds the annual deferral limit. For 2014 and 2013, a participant's total catch-up contribution could not exceed \$5,500. The catch up contribution limits are determined by the IRS and then indexed for inflation. In addition to cash, in-kind contributions are permitted which may consist of stocks, bonds, property or other securities.

WESCO Distribution, Inc.
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December 31, 2014 and 2013, and December 29, 2013

#### Vesting

Participants are fully vested in the value of their contributions and related investment income at all times and vest in their allocated share of employer matching and discretionary contributions according to the following table:

Less than two years of service	0	%
Two years of service	20	%
Three years of service	40	%
Four years of service	66	%
Five or more years of service	100	%

In conjunction with a leveraged recapitalization of the Company, all active employees as of June 5, 1998 became fully vested.

Distributions

A participant may not withdraw any amount from their vested account balance unless they are age 59½, retire, become deceased or disabled, terminate employment, or experience financial hardship.

A participant who qualifies for a hardship withdrawal is suspended from making contributions to the Plan for six months. Under present IRS rules, a "hardship" means an immediate and heavy need to draw on financial resources to meet obligations related to health, education, housing, or death of a family member.

A participant, upon termination of service, may either receive a lump-sum payment of their vested account balance or transfer their balance to the trustee or custodian of another eligible retirement plan.

Forfeitures

Employer contributions forfeited by participants not vested at their termination date are used to reinstate previously forfeited account balances of former participants who have returned to the Company, reduce employer contributions in accordance with the Plan's provisions or pay Plan expenses. Total forfeitures that reduced employer contributions in 2014 were approximately \$1,179,000. There were no forfeitures during the short plan year ended December 31, 2013. As of December 31, 2014, a balance of approximately \$356,000 was available to reduce employer contributions in 2015.

## Participant Accounts

An account is maintained for each participant, which is credited with the participant's and the employer's matching contributions and an allocation of employer's discretionary contributions, and plan earnings and charged with benefit payments and an allocation of plan losses and administrative expenses. Allocations are based on participant contributions or account balances, as defined by the Plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account balance.

**Promissory Notes from Participants** 

Participants are permitted to borrow against a portion of their vested account balance, pursuant to nondiscriminatory rules established by the Administrative and Investment Committee, up to a maximum of \$50,000 or 50% of their vested account balance. Each loan is to be repaid over a period not to exceed five years.

WESCO Distribution, Inc.
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#### Plan Termination

Although the Company has not expressed any intent to do so, it has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event the Plan terminates, participants will become 100% vested in their accounts, and all vested assets shall be distributed to the participants in accordance with the terms of the Plan, or in such other manner, not inconsistent with the requirements of any applicable law or regulation, as the Company may in its sole discretion determine.

2. Summary of Significant Accounting Policies

### **Accounting Principles**

The financial statements of the Plan have been prepared in accordance with accounting principles generally accepted in the United States of America. The following are the significant accounting policies followed by the Plan:

Basis of Accounting

The accounting records of the Plan are maintained on the accrual basis of accounting. Reclassifications

The Statement of Net Assets Available for Benefits and Note 4 as of December 29, 2013 include certain reclassifications to previously reported amounts to conform to the current period presentation. Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make significant estimates and assumptions. These estimates may affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities as of the date of the financial statements. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

The Plan has adopted a framework for measuring fair value under current accounting pronouncements that requires fair value measurements and enhanced disclosures about fair value measurements. This framework defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction. Disclosures include a fair value hierarchy that requires an entity to maximize the use of observable inputs when measuring fair value.

The three levels of inputs that may be used to measure fair value are as follows:

Level 1 - Observable inputs such as quoted prices in active markets for identical investments that the Plan has the ability to access.

# Level 2 - Inputs include:

- 1. Quoted prices for similar assets or liabilities in active markets;
- 2. Quoted prices for identical or similar assets or liabilities in inactive markets;

- 3. Inputs, other than quoted prices in active markets, that are observable either directly or indirectly; and
- 4. Inputs that are derived principally from, or corroborated by, observable market data by correlation or other means.

Level 3 - Unobservable inputs in which there is little or no market activity for the asset or liability, which require the reporting entity to develop its own estimates and assumptions relating to the pricing of the asset or liability, including assumptions regarding risk.

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used as of December 31, 2014 and 2013, and December 29, 2013.

Common stocks are valued at the closing price reported on the active market on which the individual securities are traded. Common stocks include the WESCO International Pooled Stock Fund, which is an employer stock unitized fund. Such fund consists of WESCO International, Inc. common stock and a short-term cash component, which provides liquidity for daily trading. WESCO International, Inc. common stock is valued at the quoted closing market price from a national securities exchange and the short term cash investments are valued at cost, which approximates fair value.

Registered investment companies are valued at the net asset value of shares held by the Plan as of December 31, 2014 and 2013, and December 29, 2013.

The Stable Value Fund (Note 5) is valued based on the underlying securities, which include corporate bonds, commercial mortgage-backed securities and government securities.

The RAFI Enhanced Large Company Fund is valued at net asset value based on the value of the underlying securities, which primarily include common stocks. The fund seeks to provide growth through exposure to a broad class of securities. There are no unfunded commitments or restrictions on participant redemptions.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of

different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement as of the reporting date.

Investment contracts held by a defined-contribution plan are required to be reported at fair value. However, contract value is the relevant measurement for that portion of the net assets available for benefits of a defined-contribution plan attributable to fully benefit-responsive investment contracts, because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan. As required by accounting principles generally accepted in the United States of America, the statements of net assets available for benefits present the fair value of the investment contracts as well as the adjustment of the fully benefit-responsive investment contracts from fair value to contract value. The statements of changes in net assets available for benefits are prepared on a contract value basis.

Purchases and sales of securities are recorded on a trade date basis. Dividends are recorded on the ex-dividend date. Interest income is recorded on an accrual basis.

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#### Net Appreciation in Value of Investments

The Plan presents in the statements of changes in net assets available for benefits the net appreciation (depreciation) in the fair value of its investments, consisting of realized gains (losses) and unrealized gains (losses) in the registered investment companies, Stable Value Fund, RAFI Enhanced Large Company Fund, WESCO International stock and other common stocks.

Risks and Uncertainties

The Plan provides for various investment options in any combination of stocks, bonds, fixed income securities and other investment securities. Investment securities are exposed to various risks, such as interest rate, market and credit risk. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in the value of investment securities, it is at least reasonably possible that changes in the near-term could materially affect (i) participants' account balances, and (ii) the amounts reported in the (a) statements of net assets available for benefits and the (b) statements of changes in net assets available for benefits.

Payment of Benefits

Benefits are recorded when paid.
Recently Issued Accounting Pronouncments

In May 2015, the Financial Accounting Standards Board (FASB) issued updated guidance to remove the requirement to categorize within the fair value hierarchy all investments for which fair value is measured using the net asset value (NAV) per share practical expedient. The practical expedient criteria differ from the criteria used to categorize other fair value measurements within the hierarchy. Currently, investments valued using the practical expedient are categorized within the fair value hierarchy on the basis of whether the investment is redeemable with the investee at NAV on the measurement date, never redeemable with the investee at NAV, or redeemable with the investee at NAV at a future date. Under this updated guidance, investments for which fair value is measured at NAV per share (or its equivalent) using the practical expedient should not be categorized in the fair value hierarchy. A reporting entity should continue to disclose information on investments for which fair value is measured at net asset value (or its equivalent) as a practical expedient to help users understand the nature and risks of the investments and whether the investments, if sold, are probable of being sold at amounts different from net asset value. The guidance is effective for fiscal years beginning after December 15, 2015, and interim periods within those fiscal years, and should be applied retrospectively. The retrospective approach requires that an investment for which fair value is measured using the net asset value per share practical expedient be removed from the fair value hierarchy in all periods presented in an entity's financial statements. Earlier application is permitted. The Plan's management has not yet evaluated the future impact of this guidance on the Plan's financial statements and notes thereto.

#### Other

All administrative expenses were paid by the Plan during the year ended December 31, 2014 and the short plan year ended December 31, 2013.

3. Tax Status

The IRS has determined and informed the Company by a letter dated November 15, 2012, that the Plan is designed in accordance with Section 401(a) of the Internal Revenue Code ("IRC") and, therefore, is exempt from federal taxes under provisions of Section 501(a). Accordingly, no provision for income taxes has been included in the Plan's financial statements. The Plan has been amended since receiving its determination letter. However, the Plan administrator and the Plan's tax counsel believe the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the plan and recognize a tax liability (or asset) if the plan has taken an uncertain position that more likely than not

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would not be sustained upon examination by a taxing authority. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes it is no longer subject to income tax examinations for years prior to 2011.

## 4. Investments

The Plan's investments measured at fair value on a recurring basis by fair value hierarchy level, as described in Note 2, were as follows:

,	December 31, 2014		
	Level 1	Level 2	Total
Shares of registered investment companies			
Small growth	\$8,733,094	<b>\$</b> —	\$8,733,094
Small value	7,177,152	_	7,177,152
Large growth	63,492,756	_	63,492,756
Large value	26,499,418	_	26,499,418
Moderate allocation	101,737,394	_	101,737,394
Mid-cap value	33,999,286	_	33,999,286
Mid-cap growth	50,360,066	_	50,360,066
Foreign large blend	28,485,340		28,485,340
Intermediate-term bond	26,950,746		26,950,746
World bond	5,366,495		5,366,495
Real estate	2,221,252		2,221,252
Retirement income	2,043,381		2,043,381
Target-date	33,077,294		33,077,294
Total shares of registered investment companies	390,143,674	_	390,143,674
Stock funds and self-directed accounts			
WESCO International Pooled Stock Fund	19,159,861	_	19,159,861
Self-directed accounts			
Cash and cash equivalents	1,366,488	_	1,366,488
Common stock			
Transportation	23,717	_	23,717
Food, beverages & tobacco	235,201	_	235,201
Building materials	12,860	_	12,860
Chemicals	68,866	_	68,866
Communications & media	770,824	_	770,824
Electronics & equipment	907,799	_	907,799
Energy	625,284	_	625,284
Financial	379,571	_	379,571
Healthcare	552,501	_	552,501
Industrial	167,259	_	167,259
Leisure & entertainment	196,744		196,744
Metals	223,309		223,309
Leisure & entertainment	196,744	_ _ _	167,259 196,744

	December 31, 2014 (continued)		
	Level 1	Level 2	Total
Multi-industry	87,246	_	87,246
Retail	161,590	_	161,590
Utilities	249,310	_	249,310
Mutual funds			
Fixed	238,794	_	238,794
Balanced	75,016	_	75,016
Equity	1,697,247	_	1,697,247
International	30,514	_	30,514
Total stock funds and self-directed accounts	27,230,001	_	27,230,001
Stable Value Fund (Prudential)	_	132,536,862	132,536,862
RAFI Enhanced Large Company Fund			
Cash and cash equivalents	_	322,716	322,716
Common stock			
Consumer discretionary		4,625,797	4,625,797
Consumer staples		3,179,830	3,179,830
Distribution services	_	1,142,823	1,142,823
Energy	_	3,955,280	3,955,280
Financial	_	5,302,228	5,302,228
Health care services	_	3,997,900	3,997,900
Industrials		2,786,882	2,786,882
Information technology	_	6,025,963	6,025,963
Materials		1,082,930	1,082,930
Telecommunication services		1,440,813	1,440,813
Utilities		1,415,557	1,415,557
Total RAFI Enhanced Large Company Fund	_	35,278,719	35,278,719
	\$417,373,675	\$167,815,581	\$585,189,256

	December 31, 2013	3	
	Level 1	Level 2	Total
Shares of registered investment companies			
Small growth	\$10,331,648	<b>\$</b> —	\$10,331,648
Small value	6,944,629	_	6,944,629
Large growth	56,161,534	_	56,161,534
Large value	24,311,357	_	24,311,357
Moderate allocation	92,932,477	_	92,932,477
Mid-cap value	30,434,097	_	30,434,097
Mid-cap growth	56,667,904	_	56,667,904
Foreign large blend	31,047,620	_	31,047,620
Intermediate-term bond	26,344,280	_	26,344,280
World bond	5,251,060	_	5,251,060
Real estate	555,078	_	555,078
Retirement income	2,926,034	_	2,926,034
Target-date	30,891,621	_	30,891,621
Total shares of registered investment companies	374,799,339	_	374,799,339
Stock funds and self-directed accounts			
WESCO International Pooled Stock Fund	24,023,661	_	24,023,661
Self-directed accounts			
Cash and cash equivalents	1,331,171	_	1,331,171
Common stock	, ,		, ,
Transportation	113,629	_	113,629
Food, beverages & tobacco	342,215		342,215
Building materials	82,672		82,672
Chemicals	54,116	_	54,116
Communications & media	606,150	_	606,150
Electronics & equipment	770,980	_	770,980
Energy	615,497	_	615,497
Financial	249,305	_	249,305
Healthcare	443,113	_	443,113
Industrial	398,556	_	398,556
Leisure & entertainment	183,276	_	183,276
Metals	150,952	_	150,952

	December 31, 2013 (continued)		
	Level 1	Level 2	Total
Multi-industry	58,169	_	58,169
Retail	217,631	_	217,631
Utilities	430,310	_	430,310
Mutual funds			
Fixed	684,924	_	684,924
Balanced	324,792	_	324,792
Equity	1,652,583	_	1,652,583
International	30,943	_	30,943
Total stock funds and self-directed accounts	32,764,645	_	32,764,645
Stable Value Fund (Prudential)	_	136,902,354	136,902,354
RAFI Enhanced Large Company Fund		270 005	270.005
Cash and cash equivalents	_	278,095	278,095
Common stock			
Consumer discretionary	_	3,468,504	3,468,504
Consumer staples	<del></del>	3,322,482	3,322,482
Distribution services	_	470,095	470,095
Energy	_	2,931,057	2,931,057
Financial	_	6,155,935	6,155,935
Health care services	_	3,878,769	3,878,769
Industrials	_	3,714,172	3,714,172
Information technology	_	4,683,309	4,683,309
Materials	_	1,636,474	1,636,474
Telecommunication services	_	1,599,721	1,599,721
Utilities	_	1,623,353	1,623,353
Total RAFI Enhanced Large Company Fund		33,761,966	33,761,966
	\$407,563,984	\$170,664,320	\$578,228,304

	December 29, 20	013	
	Level 1	Level 2	Total
Shares of registered investment companies			
Small growth	\$10,258,765	<b>\$</b> —	\$10,258,765
Small value	6,939,813	_	6,939,813
Large growth	55,953,664	_	55,953,664
Large value	24,241,681	_	24,241,681
Moderate allocation	92,669,593	_	92,669,593
Mid-cap value	30,270,190	_	30,270,190
Mid-cap growth	56,418,478	_	56,418,478
Foreign large blend	30,916,375	_	30,916,375
Intermediate-term bond	26,237,714	_	26,237,714
World bond	5,243,037		5,243,037
Real estate	555,078	_	555,078
Retirement income	2,917,650	_	2,917,650
Target-date	30,759,307		30,759,307
Total shares of registered investment companies	373,381,345	_	373,381,345
Stock funds and self-directed accounts			
WESCO International Pooled Stock Fund	23,977,777	_	23,977,777
Self-directed accounts			
Cash and cash equivalents	1,298,122	_	1,298,122
Common stock			
Transportation	92,223	_	92,223
Food, beverages & tobacco	280,631	_	280,631
Building materials	93,909	_	93,909
Chemicals	40,295	_	40,295
Communications & media	276,974	_	276,974
Electronics & equipment	954,306	_	954,306
Energy	425,926	_	425,926

	December 29, 2013 (continued)		
	Level 1	Level 2	Total
Financial	258,194	_	258,194
Healthcare	374,212	_	374,212
Industrial	228,507	_	228,507
Leisure & entertainment	433,365		433,365
Metals	250,916	_	250,916
Miscellaneous	88,911	_	88,911
Multi-industry	79,772	_	79,772
Retail	350,814		350,814
Utilities	568,767		568,767
Mutual funds			
Fixed	245,328	_	245,328
Balanced	391,423	_	391,423
Equity	1,914,149	_	1,914,149
International	34,462	_	34,462
Total stock funds and self-directed accounts	32,658,983	_	32,658,983
Stable Value Fund (Prudential)	_	136,636,836	136,636,836
RAFI Enhanced Large Company Fund			
Cash and cash equivalents	_	436,227	436,227
Common stock			
Consumer discretionary	_	4,326,218	4,326,218
Consumer staples	_	3,295,551	3,295,551
Distribution services	_	1,030,031	1,030,031
Energy	_	3,964,206	3,964,206
Financials	_	6,572,398	6,572,398
Health care services	_	3,626,725	3,626,725
Industrials	_	2,903,779	2,903,779
Information technology	_	4,665,832	4,665,832
Materials	_	889,546	889,546
Telecommunication services	_	774,295	774,295
Utilities		1,164,455	1,164,455
Total RAFI Enhanced Large Company Fund	_	33,649,263	33,649,263
	\$406,040,328	\$170,286,099	\$576,326,427

Investments (at fair value) representing 5% or more of the net assets available for benefits were as follows:

	December 31,		December 29,	
	2014	2013	2013	
AMCAP Fund (Class R-5)	\$63,492,756	\$56,161,534	\$55,953,664	
American Balanced Fund (Class R-5)	101,737,394	92,932,476	92,669,593	
Artisan Mid Cap Investor Fund	50,360,066	*	*	
Columbia Acorn Fund (Class Z)	*	56,667,904	56,418,478	
JPMorgan Mid Cap Value Instl Fund	33,999,286	30,434,097	30,270,190	
Thornburg International Value Fund	*	31,047,620	30,916,375	
Stable Value Fund	132,536,862	136,902,354	136,636,836	

<sup>\*</sup> The Plan did not hold an investment in this fund as of the respective reporting date.

#### 5. The Stable Value Fund

During 2007, the Plan began investing in a fully benefit-responsive synthetic guaranteed interest contract ("GIC") with an insurance company as part of offering the Stable Value Fund (the "Fund") investment option to participants. Contributions to this Fund are used to purchase units of a collective trust vehicle that is invested in high-quality U.S. bonds, including U.S. government treasuries, corporate debt securities, and other high-credit-quality asset-backed securities. The GIC issuer is contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Plan. There are no reserves against contract value for credit risk of the contract issuer or otherwise. The Fund has entered into a wrap contract with an insurance company under which the insurance company provides a guarantee with respect to the availability of funds to make distributions from this investment option. This insurance contract is carried at contract value in the participants' accounts.

Participant accounts in the Fund are credited with interest at a fixed rate that is reset quarterly based on an agreed-upon formula as defined in the contract. The primary variables that could impact the future interest rates that are credited to the participant's accounts ("credited rates") include (i) the amount and timing of participant contributions, (ii) transfers and withdrawals into/out of the contract, (iii) the current yield of the assets underlying the contract, (iv) the duration of the assets underlying the contract, and (v) the existing difference between fair value of the securities and the contract value of the assets within the insurance contract. The credited rate of security-backed contracts will track current market yields on a trailing basis. The rate reset feature allows the contract value to converge with the fair value of the underlying portfolio over time, assuming the portfolio continues to earn the current yield for a period of time equal to the current portfolio duration.

To the extent that the underlying portfolio has unrealized and/or realized losses, a positive adjustment is made when reconciling from fair value to contract value under contract value accounting. As a result, the future credited rate may be lower over time than the current market rates. Similarly, if the underlying portfolio generates unrealized and/or realized gains, a negative adjustment is made when reconciling from fair value to contract value, and in the future, the credited rate may be higher than the current market rates. The insurance contract cannot credit an interest rate that is less than zero percent.

Certain events limit the ability of the Plan to transact at contract value with the insurance company. Such events are limited to premature termination of the contract by the Plan or plan termination. The plan sponsor has not expressed any intention to take either of these actions.

As described in Note 2, because the synthetic GIC is fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the synthetic GICs. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

WESCO Distribution, Inc.
Retirement Savings Plan
Notes to Financial Statements
December 31, 2014 and 2013, and December 29, 2013

The average yields earned by the Fund are as follows:

	December 31,		December 29,	
Average yield for synthetic GICs	2014	2013	2013	
Based on actual earnings	1.91%	2.05%	2.05%	
Based on interest rate credited to participants	2.32%	2.36%	2.35%	

### 6. Promissory Notes From Participants

The interest rate applied to participant loans is established each month by the Administrative and Investment Committee at 1% above the prime interest rate. The interest rate on loans outstanding ranged between 4.25% and 9.25% for the year ended December 31, 2014 and the short plan year ended December 31, 2013. Principal and interest payments are generally made through monthly payroll deductions and are credited to the participant's individual account. Loans of approximately \$7,787,000 were made from the Plan and loan principal repayments of approximately \$7,253,000 were received by the Plan during the year ended December 31, 2014. Loans of approximately \$70,000 were made from the Plan during the short plan year ended December 31, 2013. The Plan did not receive any loan principal repayments during the short plan year ended December 31, 2013. Interest on the promissory notes of approximately \$587,000 was earned by the Plan for the year ended December 31, 2014. The Plan did not accrue any interest on the promissory notes during the short plan year ended December 31, 2013.

7. Party-In-Interest

Participants of the Plan may elect to invest in WESCO International, Inc. common stock within the WESCO Pooled Stock Fund. WESCO International, Inc. owns 100% of the Company. Therefore, these transactions qualify as party-in-interest transactions. Purchases and sales proceeds within the WESCO Pooled Stock Fund for the year ended December 31, 2014 were approximately \$3,470,000 and \$4,286,000, respectively, and purchases and sales proceeds for the short plan year ended December 31, 2013 were approximately \$3,000 and \$1,000, respectively. 8. Plan Transfers

On June 18, 2014, the Plan's Administrative and Investment Committee executed the eighth amendment to the Plan (the "Eighth Amendment") to merge the Talcup, Inc. Employee Savings Plan Local 243 (the "Talcup Union Plan") into the WESCO Distribution, Inc. Retirement Savings Plan. The participants in the Talcup Union Plan were certain employees of RS Electronics. The Company, through a wholly-owned subsidiary, acquired RS Electronics on January 3, 2012. Effective August 1, 2014, participants in the Talcup Union Plan became participants in the WESCO Distribution, Inc. Retirement Savings Plan. Talcup Union Plan assets of approximately \$100,000 were transferred into the WESCO Distribution, Inc. Retirement Savings Plan on such date. The terms of the Eighth Amendment provide that eligible employees who were transferred to the Plan received vesting service credit for their service under the Talcup Union Plan prior to the transfer and employees whose accounts are merged into the Plan shall be fully vested in such transferred accounts and in their new accounts under the Plan.

The Company acquired Hi-Line Utility Supply ("Hi-Line") on June 11, 2014. As a result of this acquisition, approximately 30 employees were accepted into the Plan. Such employees did not rollover any amounts from the retirement savings plan maintained by Hi-Line's plan administrator into the Plan during the year ended December 31, 2014.

# 9. Subsequent Event

The plan sponsor evaluated subsequent events and transactions for potential recognition or disclosure in the financial statements through June 29, 2015, the day the financial statements were approved and authorized for issue, and concluded that all events that would require recognition or disclosure are appropriately reflected in these financial statements.

WESCO Distribution, Inc.
Retirement Savings Plan
Schedule H (Form 5500), line 4(i) - Schedule of Assets (Held at End of Year)
EIN 25-1723345, Plan Number 001
December 31, 2014

(a)	(b)	(c)	(d)
		Description of Investment	
	Identity of Issue,	Including Maturity Date,	
	Borrower, Lessor or	Rate of Interest, Collateral,	Current
	Similar Party	Par, or Maturity Value	Value
	AMCAP FUND	AMCAP Fund (Class R-5)	\$63,492,756
	AMERICAN FUNDS	American Balanced Fund (Class R-5)	101,737,394
	BARON FUNDS	Baron Small Cap Instl Fund	8,733,094
	ARTISAN FUNDS	Artisan Mid Cap Investor Fund	50,360,066
	DIAMOND HILL FUNDS	Diamond Hill Small Cap Fund	7,177,152
	JPMORGAN	JPMorgan Mid Cap Value Instl Fund	33,999,286
	LAZARD FUNDS	Lazard International Strategic Eq Instl Fund	28,485,340
	MFS FAMILY OF FUNDS	MFS Value Fund (Class R-4)	26,499,418
	NEUBERGER BERMAN	Neuberger Berman Real Estate Fund	2,221,252
	NATIXIS FUNDS	Loomis Sayles Investment Grade Bond Fund	26,950,746
	FRANKLIN TEMPLETON INVESTMENTS	Templeton Global Bond Fund	5,366,495
	MANNING & NAPIER TARGET FUNDS	Manning & Napier Target Income	2,043,381
	MANNING & NAPIER TARGET FUNDS	Manning & Napier Target 2015	2,029,518
	MANNING & NAPIER TARGET FUNDS	Manning & Napier Target 2020	7,965,865
	MANNING & NAPIER TARGET FUNDS	Manning & Napier Target 2025	6,558,715
	MANNING & NAPIER TARGET FUNDS	Manning & Napier Target 2030	5,336,041
	MANNING & NAPIER TARGET FUNDS	Manning & Napier Target 2035	5,875,664
	MANNING & NAPIER TARGET FUNDS	Manning & Napier Target 2040	2,380,407
	MANNING & NAPIER TARGET FUNDS	Manning & Napier Target 2045	1,494,043
	MANNING & NAPIER TARGET FUNDS	Manning & Napier Target 2050	966,305
	MANNING & NAPIER TARGET FUNDS	Manning & Napier Target 2055	470,736
	Registered Investment Companies Total		390,143,674
*	WESCO INTERNATIONAL INC	WESCO International Pooled Stock Fund	19,159,861
	Wells Fargo	Cash and Cash Equivalents	1,366,488
	Various	Common Stock	4,662,081
	Various	Mutual Funds	2,041,571
	Stock Funds and Self-Directed Accounts Total		27,230,001
	Institutional Enhanced Index Fixed		
	Prudential Income Fund	Common Collective Trust	132,536,862
	Stable Value Fund Total		132,536,862
	CASH	Cash and Cash Equivalents	223
	DIVIDEND INCOME ACCRUAL	Cash and Cash Equivalents	47,700
	WELLS FARGO ADVANTAGE HERITAGE MONEY	Cash and Cash Equivalents	274,793
	3M CO	Common Stock	198,827

AARON S INC	Common Stock	20,360
ABBOTT LABS	Common Stock	98,684
ABBVIE INC	Common Stock	130,422
ABERCROMBIE & FITCH CO CL A	Common Stock	22,654
ACTIVISION BLIZZARD INC	Common Stock	26,920
ADOBE SYS INC	Common Stock	7,052
ADT CORP/THE	Common Stock	4,819
ADVANCE AUTO PTS INC	Common Stock	25,803
ADVANCED MICRO DEVICES INC	Common Stock	18,730
AECOM	Common Stock	7,289
AES CORP	Common Stock	40,952
AETNA INC-NEW	Common Stock	110,505
AFLAC INC	Common Stock	37,570
AGCO CORP COM	Common Stock	13,650

WESCO Distribution, Inc.
Retirement Savings Plan
Schedule H (Form 5500), line 4(i) - Schedule of Assets (Held at End of Year)
EIN 25-1723345, Plan Number 001
December 31, 2014

(a)	(b)	(c)	(d)
		Description of Investment	
	Identity of Issue,	Including Maturity Date,	
	Borrower, Lessor or	Rate of Interest, Collateral,	Current
	Similar Party	Par, or Maturity Value	Value
	AGILENT TECHNOLOGIES INC	Common Stock	19,692
	AIR PRODS & CHEMS INC COM	Common Stock	59,279
	AIRGAS INC COM	Common Stock	11,288
	AK STL HLDG CORP COM	Common Stock	15,022
	ALASKA AIR GROUP INC	Common Stock	23,426
	ALCOA INC	Common Stock	144,131
	ALERE INC	Common Stock	27,246
	ALLEGHENY TECHNOLOGIES INC	Common Stock	20,236
	ALLERGAN INC	Common Stock	20,621
	ALLIANT ENERGY CORPORATION	Common Stock	23,712
	ALLIANT TECHSYSTEMS INC	Common Stock	20,228
	ALLSTATE CORP	Common Stock	79,874
	ALPHA NAT RES INC	Common Stock	4,175
	ALTERA CORP	Common Stock	18,211
	ALTRIA GROUP INC	Common Stock	250,144
	AMAZON COM INC COM	Common Stock	42,208
	AMEDISYS INC	Common Stock	13,119
	AMEREN CORP COM	Common Stock	69,333
	AMERICAN AIRLS GROUP INC	Common Stock	31,749
	AMERICAN EAGLE OUTFITTERS INC NEW	Common Stock	18,849
	AMERICAN ELECTRIC POWER INC	Common Stock	93,812
	AMERICAN EQUITY INVT LIFE HLDG CO	Common Stock	19,119
	AMERICAN EXPRESS CO	Common Stock	98,808
	AMERICAN FINL GROUP INC OHIO COM	Common Stock	28,296
	AMERICAN INTERNATIONAL GROUP, INC	Common Stock	83,511
	AMERICAN WATER WORKS CO INC/NE	Common Stock	11,833
	AMERIPRISE FINL INC	Common Stock	42,320
	AMERISOURCEBERGEN CORP	Common Stock	30,294
	AMGEN INC	Common Stock	140,494
	AMKOR TECHNOLOGIES INC COM	Common Stock	12,297
	AMSURG CORP	Common Stock	10,946
	ANADARKO PETROLEUM CORP	Common Stock	45,210
	ANALOG DEVICES INC	Common Stock	16,434
	ANIXTER INTL INC COM	Common Stock	22,557
	ANN INC	Common Stock	8,317
	ANNALY CAPITAL MANAGEMENT INC.	Common Stock	64,384
	ANTHEM INC	Common Stock	195,794
	AOL INC	Common Stock	28,579

APACHE CORP	Common Stock	49,071
APARTMENT INVT & MGMT CO CL A	Common Stock	22,624
APOLLO EDUCATION GROUP INC	Common Stock	100,045
APPLE INC	Common Stock	583,469
APPLIED MATERIALS INC	Common Stock	124,127
ARCHER DANIELS MIDLAND CO	Common Stock	26,000
ARMSTRONG WORLD INDUSTRIES INC	Common Stock	16,461
ARRIS GROUP INC	Common Stock	7,608
ARROW ELECTRS INC	Common Stock	59,800
ASHFORD HOSPITALITY TRUST	Common Stock	6,057
ASHFORD INC	Common Stock	564
ASSURANT INC	Common Stock	32,915
ASTORIA FINL CORP COM	Common Stock	8,844
AT & T INC	Common Stock	685,908

(a)	(b)	(c)	(d)
		Description of Investment	
	Identity of Issue,	Including Maturity Date,	
	Borrower, Lessor or	Rate of Interest, Collateral,	Current
	Similar Party	Par, or Maturity Value	Value
	ATMEL CORP	Common Stock	6,279
	ATMOS ENERGY CORP	Common Stock	20,568
	AUTODESK INC	Common Stock	16,997
	AUTOMATIC DATA PROCESSING INC	Common Stock	98,960
	AUTOZONE INC	Common Stock	5,572
	AVERY DENNISON CORP	Common Stock	19,974
	AVIS BUDGET GROUP	Common Stock	85,566
	AVISTA CORP	Common Stock	13,398
	AVNET INC	Common Stock	46,677
	AVON PRODS INC	Common Stock	10,282
	B B & T CORP COM	Common Stock	48,379
	BABCOCK & WILCOX CO	Common Stock	9,605
	BAKER HUGHES INC COM	Common Stock	57,191
	BANCORPSOUTH INC	Common Stock	7,788
	BANK HAWAII CORP	Common Stock	8,363
	BANK NEW YORK MELLON CORP COM	Common Stock	128,120
	BANK OF AMERICA CORP	Common Stock	459,004
	BARNES & NOBLE INC	Common Stock	23,081
	BARRETT BILL CORP	Common Stock	6,993
	BASIC ENERGY SVCS INC NEW	Common Stock	2,685
	BAXTER INTL INC	Common Stock	86,482
	BECTON DICKINSON & CO	Common Stock	77,373
	BED BATH & BEYOND INC	Common Stock	26,964
	BEMIS INC	Common Stock	16,230
	BENCHMARK ELECTRS INC COM	Common Stock	14,628
	BERKLEY W R CORP	Common Stock	9,688
	BERKSHIRE HATHAWAY INC.	Common Stock	178,528
	BEST BUY INC	Common Stock	87,705
	BIG LOTS INC	Common Stock	28,134
	BIO RAD LABS INC CL A	Common Stock	5,064
	BIOGEN IDEC INC	Common Stock	21,725
	BLACKROCK INC	Common Stock	34,326
	BLOCK H & R INC	Common Stock	10,710
	BLOOMIN BRANDS INC	Common Stock	13,568
	BOB EVANS FARMS INC	Common Stock	13,102
	BOEING CO	Common Stock	103,854
	BOOZ ALLEN HAMILTON HOLDING CO	Common Stock	9,100
	BOSTON SCIENTIFIC CORP COM	Common Stock	106,013

BOYD GAMING CORP COM	Common Stock	11,093
BRANDYWINE RLTY TR BD	Common Stock	5,561
BRINKER INTL INC	Common Stock	27,173
BRINKS CO	Common Stock	8,544
BRISTOL MYERS SQUIBB CO	Common Stock	246,686
BROADCOM CORPORATION COM	Common Stock	14,906
BROADRIDGE FINANCIAL SOLUTIONS	Common Stock	8,543
BROCADE COMMUNICATIONS SYSTEMS	Common Stock	44,826
BROWN SHOE INC NEW	Common Stock	12,603
BURLINGTON STORES INC	Common Stock	7,562
CA INC	Common Stock	43,483
CABLEVISION SYSTEMS-NY GRP-A	Common Stock	44,624
CACI INTL INC FORMERLY CACI INC TO	Common Stock	24,647
CAESARS ENTERTAINMENT CORP	Common Stock	48,843

(a) (b) (c) Description of Investment Identity of Issue, Including Maturity Date, Borrower, Lessor or Rate of Interest, Collateral, Current Similar Party Par, or Maturity Value Value CALIFORNIA RESOURCES CORP Common Stock 4,584 CALPINE CORP/NEW Common Stock 11,838 CAMPBELL SOUP CO Common Stock 11,838 CAMPBELL SOUP CO Common Stock 21,912 CAPITAL ONE FINANCIAL CORP Common Stock 119,450 CAPSTEAD MORTGAGE CORP Common Stock 66,438 CAREORINAL HEALTH INC COM Common Stock 66,386 CAREER EDUCATION CORP Common Stock 66,386 CAREER EDUCATION CORP Common Stock 60,386 CATERPILLAR INC Common Stock 110,751 CBS CORP NEW Common Stock 110,751 CBS CORP DEL Common Stock 110,073 CELGENE CORP COM Common Stock 12,728 CENTENE CORP DEL Common Stock 12,728 CENTENE CORP DEL Common Stock 18,070 CENTERPOINT ENERGY INC Common Stock 24,602 CENTURYLINK, INC Common Stock 43,061 CHARLES RIVER LABORATORIES Common Stock 49,153 CHECKPOINT SYS INC COM Common Stock 49,153 CHECKPOINT SYS INC COM Common Stock 49,153 CHECKPOINT SYS INC COM Common Stock 9,373 CHESAPEAKE ENERGY CORP COM Common Stock 9,373 CHESAPEAKE ENERGY CORP COM Common Stock 11,779 CHEMTURA CORP/NEW Common Stock 77,399 CHEVRON CORP Common Stock 77,399 CHEVRON CORP Common Stock 11,104 CHUBB CORP Common Stock 11,164 CHUBB CORP Common Stock 51,043
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CINCINNATI BELL, INC COMMON Common Stock 9,079
CINCINNATI FINANCIAL CORP Common Stock 20,317
CINEMARK HOLDINGS INC Common Stock 8,041
CINTAS CORP Common Stock 12,001
CISCO SYSTEMS INC Common Stock 270,056
CITIGROUP INC. Common Stock 149,398
CITY NATL CORP COM Common Stock 9,859
CLIFFS NAT RES INC Common Stock 4,127
CLOUD PEAK ENERGY INC Common Stock 5,462
CME GROUP INC Common Stock 10,372

CMS ENERGY CORP	Common Stock	17,862
CNO FINANCIAL GROUP INC	Common Stock	20,940
COACH INC	Common Stock	33,842
COCA COLA CO	Common Stock	231,619
COCA-COLA ENTERPRISES	Common Stock	42,097
COEUR MINING INC	Common Stock	9,683
COLGATE PALMOLIVE CO	Common Stock	76,663
COMCAST CORP CLASS A	Common Stock	156,859
COMERICA INC	Common Stock	13,958
COMMERCE BANCSHARES INC	Common Stock	13,090
COMMERCIAL METALS CO	Common Stock	11,875
COMMUNITY HEALTH SYSTEMS	Common Stock	56,023
COMPUTER SCIENCES CORP	Common Stock	60,087
COMSTOCK RES INC COM	Common Stock	2,772

(a)	(b)	(c)	(d)
. ,		Description of Investment	,
	Identity of Issue,	Including Maturity Date,	
	Borrower, Lessor or	Rate of Interest, Collateral,	Current
	Similar Party	Par, or Maturity Value	Value
	COMTECH TELECOMMUNICATIONS CORP	Common Stock	12,923
	CON-WAY INC	Common Stock	7,131
	CONAGRA FOODS INC	Common Stock	34,829
	CONMED CORP	Common Stock	9,532
	CONOCOPHILLIPS	Common Stock	323,408
	CONSOLIDATED EDISON INC	Common Stock	81,918
	CONTRA LEAP WIRELESS	Common Stock	
	CONVERGYS CORP	Common Stock	17,376
	CORELOGIC INC	Common Stock	18,006
	CORNING INC	Common Stock	112,861
	COSTCO WHOLESALE CORP	Common Stock	64,355
	CRACKER BARREL OLD COUNTRY STO	Common Stock	11,542
	CRANE CO	Common Stock	8,394
	CST BRANDS INC	Common Stock	15,569
	CSX CORP	Common Stock	75,467
	CUMMINS INC.	Common Stock	27,536
	CVS HEALTH CORPORATION	Common Stock	156,889
	CYS INVESTMENTS INC	Common Stock	6,627
	DANA HOLDING CORP	Common Stock	12,501
	DARDEN RESTAURANTS INC	Common Stock	14,188
	DAVITA HEALTHCARE PARTNERS INC	Common Stock	6,514
	DEAN FOODS CO	Common Stock	7,578
	DECKERS OUTDOOR CORP	Common Stock	19,300
	DEERE & CO	Common Stock	58,390
	DELTA AIR LINES INC	Common Stock	35,023
	DELUXE CORP	Common Stock	6,287
	DENBURY RESOURCES	Common Stock	4,146
	DEVON ENERGY CORPORATION	Common Stock	83,429
	DEVRY EDUCATION GROUP INC. DEL	Common Stock	24,162
	DEX MEDIA INC	Common Stock	4,620
	DIAMOND OFFSHORE DRILLING INC COM	Common Stock	12,775
	DIEBOLD INC	Common Stock	26,500
	DIGITAL RIVER, INC	Common Stock	6,702
	DILLARDS INC CL A	Common Stock	16,148
	DISCOVER FINANCIAL SERVICES	Common Stock	23,773
	DISH NETWORK CORP	Common Stock	19,462
	DOMINION RES INC VA	Common Stock	85,897
	DOMINOS PIZZA INC	Common Stock	16,668

DOVER CORP COM	Common Stock	20,297
DOW CHEMICAL CO	Common Stock	65,496
DR PEPPER SNAPPLE GROUP INC	Common Stock	36,198
DTE ENERGY CO COM	Common Stock	71,946
DU PONT E I DE NEMOURS & CO	Common Stock	78,598
DUKE ENERGY HOLDING CORP. COM	Common Stock	38,345
DUN & BRADSTREET CORP DEL NEW	Common Stock	9,919
DYNEGY INC/NEW	Common Stock	6,434
E M C CORP MASS	Common Stock	104,298
E*TRADE GROUP	Common Stock	50,693
EARTHLINK HOLDINGS CORP	Common Stock	7,428
EASTMAN CHEM CO COM	Common Stock	8,724
EBAY INC	Common Stock	35,468
EDISON INTL COM	Common Stock	93,047

(a)	(b)	(c)	(d)
		Description of Investment	
	Identity of Issue,	Including Maturity Date,	
	Borrower, Lessor or	Rate of Interest, Collateral,	Current
	Similar Party	Par, or Maturity Value	Value
	ELECTRONIC ARTS INC	Common Stock	58,628
	ELI LILLY & CO COM	Common Stock	157,090
	EMCOR GROUP INC COM	Common Stock	8,097
	EMERSON ELECTRIC CO	Common Stock	121,053
	ENERGEN CORP	Common Stock	16,450
	ENERGIZER HOLDINGS INC	Common Stock	18,384
	ENTERGY CORP NEW COM	Common Stock	131,045
	EOG RESOURCES, INC	Common Stock	28,910
	EQUITY COMMONWEALTH	Common Stock	12,578
	EQUITY RESIDENTIAL PPTYS TR SH BEN	Common Stock	15,015
	EURONET WORLDWIDE INC.	Common Stock	15,482
	EXELIS INC	Common Stock	36,515
	EXELON CORPORATION	Common Stock	145,094
	EXPEDIA INC	Common Stock	17,499
	EXPRESS INC	Common Stock	8,902
	EXTERRAN HOLDINGS INC	Common Stock	17,919
	EXXON MOBIL CORPORATION	Common Stock	919,230
	FAIRCHILD SEMICONDUCTR INTERNATIONAL	LCommon Stock	6,769
	FEDERATED INVESTORS INC	Common Stock	9,945
	FEDEX CORPORATION	Common Stock	71,201
	FERRO CORP	Common Stock	9,927
	FIFTH THIRD BANCORP	Common Stock	23,431
	FINISAR CORP	Common Stock	7,395
	FINISH LINE INC CL A	Common Stock	9,043
	FIRST CTZNS BANCSHARES INC CL A	Common Stock	9,606
	FIRST SOLAR INC	Common Stock	21,227
	FIRSTENERGY CORP COM	Common Stock	65,113
	FIVE STAR QUALITY CARE	Common Stock	8,524
	FLOWERS FOODS INC	Common Stock	5,316
	FLOWSERVE CORP COM	Common Stock	9,692
	FLUOR CORP NEW	Common Stock	15,158
	FOOT LOCKER INC	Common Stock	18,259
	FORD MOTOR COMPANY	Common Stock	48,236
	FOREST OIL CORP	Common Stock	532
	FORTUNE BRANDS HOME & SECURITY	Common Stock	7,922
	FRANKLIN RESOURCES INC	Common Stock	13,898
	FREEPORT-MCMORAN INC.	Common Stock	113,132
	FRONTIER COMMUNICATIONS CORPORATION	NCommon Stock	73,937

Common Stock	13,443
Common Stock	8,004
Common Stock	30,657
Common Stock	29,024
Common Stock	28,803
Common Stock	9,149
Common Stock	6,154
Common Stock	147,804
Common Stock	366,845
Common Stock	36,584
Common Stock	94,816
Common Stock	6,666
Common Stock	6,896
Common Stock	41,456
	Common Stock

(a)	(b)	(c)	(d)
		Description of Investment	
	Identity of Issue,	Including Maturity Date,	
	Borrower, Lessor or	Rate of Interest, Collateral,	Current
	Similar Party	Par, or Maturity Value	Value
	GENWORTH FINL INC	Common Stock	27,591
	GILEAD SCIENCES INC	Common Stock	71,920
	GLOBAL PMTS INC W/I	Common Stock	8,073
	GOLDMAN SACHS GROUP INC	Common Stock	108,739
	GOODYEAR TIRE & RUBR CO	Common Stock	61,597
	GOOGLE INC	Common Stock	80,660
	GOOGLE INC-CL C	Common Stock	115,282
	GRAHAM HOLDINGS COMPANY	Common Stock	39,731
	GRAPHIC PACKAGING HLDGCO	Common Stock	9,766
	GREAT PLAINS ENERGY INC	Common Stock	7,926
	GUESS INC	Common Stock	13,491
	H & E EQUIP SVCS INC	Common Stock	7,416
	HALLIBURTON CO	Common Stock	24,975
	HANESBRANDS INC	Common Stock	18,641
	HANOVER INS GROUP INC	Common Stock	15,619
	HARLEY DAVIDSON INC	Common Stock	11,468
	HARMAN INTL INDS INC NEW COM	Common Stock	12,485
	HARRIS CORP DEL	Common Stock	34,761
	HARSCO CORP	Common Stock	13,506
	HARTFORD FINANCIAL SERVICES GROUP	Common Stock	71,748
	HASBRO INC	Common Stock	23,536
	HATTERAS FINANCIAL CORP	Common Stock	6,745
	HAWAIIAN ELEC INDS INC	Common Stock	13,827
	HAWAIIAN HOLDINGS INC	Common Stock	11,332
	HCA HOLDINGS INC	Common Stock	161,238
	HCC INS HLDGS INC COM	Common Stock	12,738
	HEALTH NET INC	Common Stock	63,380
	HEALTHSOUTH REHABILITATION CORPORAT	Common Stock	17,576
	HELMERICH & PAYNE INC	Common Stock	14,765
	HERTZ GLOBAL HOLDINGS INC	Common Stock	18,855
	HESS CORP	Common Stock	74,853
	HEWLETT PACKARD CO	Common Stock	669,288
	HILL ROM HLDGS	Common Stock	9,078
	HOLLYFRONTIER CORP	Common Stock	16,341
	HOLOGIC INC COM	Common Stock	5,963
	HOME DEPOT INC	Common Stock	138,980
	HONEYWELL INTERNATIONAL INC	Common Stock	90,827
	HOSPIRA INC	Common Stock	32,463
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HUDSON CITY BANCORP INC	Common Stock	20,969
HUMANA INC	Common Stock	85,173
HUNTINGTON BANCSHARES INC	Common Stock	10,741
<b>HUNTINGTON INGALLS INDUSTRIES</b>	Common Stock	15,969
HUNTSMAN CORP	Common Stock	23,144
IAC/INTERACTIVECORP	Common Stock	15,015
ILLINOIS TOOL WORKS INC	Common Stock	50,759
INGRAM MICRO INC CL A COM	Common Stock	60,615
INSIGHT ENTERPRISES INC COM	Common Stock	15,327
INTEGRYS ENERGY GROUP INCORPORATED	Common Stock	21,331
INTEL CORP	Common Stock	708,562
INTERACTIVE BROKERS GROUP INC	Common Stock	32,776
INTERNATIONAL BANCSHARES CRP	Common Stock	7,750
INTERNATIONAL BUSINESS MACHS CORP	Common Stock	446,023

(a)	(b)	(c)	(d)
		Description of Investment	
	Identity of Issue,	Including Maturity Date,	
	Borrower, Lessor or	Rate of Interest, Collateral,	Current
	Similar Party	Par, or Maturity Value	Value
	INTERNATIONAL PAPER CO	Common Stock	33,755
	INTERNATIONAL RECTIFIER CORP COM	Common Stock	10,055
	INTERPUBLIC GROUP COS INC	Common Stock	61,417
	INTERSIL CORPORATION	Common Stock	21,039
	INVACARE CORP	Common Stock	10,157
	INVESTMENT TECHNOLOGY GROUP INC NEW	Common Stock	7,766
	IRON MOUNTAIN INC	Common Stock	19,137
	ISTAR FINL INC	Common Stock	10,743
	ITRON INC COM	Common Stock	9,388
	ITT CORP	Common Stock	18,571
	ITT EDL SVCS INC COM	Common Stock	9,264
	JABIL CIRCUIT INC COM	Common Stock	22,070
	JACK IN THE BOX, INC.	Common Stock	18,871
	JACOBS ENGR GROUP INC	Common Stock	11,485
	JETBLUE AWYS CORP	Common Stock	30,515
	JM SMUCKER CO	Common Stock	20,499
	JOHNSON & JOHNSON	Common Stock	590,402
	JOHNSON CONTROLS INC	Common Stock	41,282
	JOY GLOBAL INC	Common Stock	7,257
	JPMORGAN CHASE & CO	Common Stock	425,231
	JUNIPER NETWORKS INC	Common Stock	55,309
	KBR INC	Common Stock	9,984
	KELLOGG CO	Common Stock	37,563
	KEMPER CORP	Common Stock	7,980
	KEY ENERGY SERVICES INC	Common Stock	1,708
	KEYCORP NEW	Common Stock	39,629
	KIMBERLY CLARK CORP COM	Common Stock	47,140
	KINDRED HEALTHCARE INC	Common Stock	33,542
	KLA-TENCOR CORP COM	Common Stock	9,212
	KOHLS CORP	Common Stock	51,518
	KORN FERRY INTERNATIONAL	Common Stock	13,000
	KRAFT FOODS GROUP INC	Common Stock	47,810
	KROGER CO	Common Stock	182,356
	L BRANDS INC	Common Stock	62,316
	L-3 COMMUNICATIONS CORP COM	Common Stock	45,436
	LABORATORY CRP OF AMER HLDGS	Common Stock	5,611
	LACLEDE GROUP INC	Common Stock	20,056
	LEAR CORP	Common Stock	22,460

LEGG MASON INC COM	Common Stock	16,758
LEGGETT & PLATT INC	Common Stock	19,899
LEIDOS HOLDINGS, INC	Common Stock	23,022
LEVEL 3 COMMUNICATIONS, INC.	Common Stock	50,615
LEXMARK INTERNATIONAL INC	Common Stock	46,965
LIBERTY INTERACTIVE CORP-A	Common Stock	34,039
LIFEPOINT HOSPS INC	Common Stock	29,555
LINCOLN NATL CORP IND	Common Stock	61,130
LINEAR TECHNOLOGY CORP	Common Stock	5,837
LINN CO LLC	Common Stock	2,779
LIVE NATION ENT INC	Common Stock	17,415
LOCKHEED MARTIN CORP	Common Stock	170,424
LOEWS CORP	Common Stock	25,296
LORILLARD INC	Common Stock	95,291

(a)	(b)	(c)	(d)
		Description of Investment	
	Identity of Issue,	Including Maturity Date,	
	Borrower, Lessor or	Rate of Interest, Collateral,	Current
	Similar Party	Par, or Maturity Value	Value
	LOWES COS INC	Common Stock	110,286
	MACY S INC	Common Stock	61,937
	MAGELLAN HEALTH, INC	Common Stock	9,785
	MANPOWERGROUP INC	Common Stock	35,789
	MARATHON OIL CORP	Common Stock	86,681
	MARATHON PETROLEUM CORP	Common Stock	30,869
	MARRIOTT VACATIONS WORLDWIDE C	Common Stock	17,442
	MASCO CORP	Common Stock	14,087
	MASIMO CORP	Common Stock	10,668
	MASTERCARD INC	Common Stock	28,519
	MATTEL INC	Common Stock	24,168
	MAXIM INTEGRATED PRODS INC	Common Stock	37,830
	MCDONALDS CORP	Common Stock	169,972
	MCGRAW-HILL FINANCIAL INC	Common Stock	46,181
	MCKESSON CORP	Common Stock	90,505
	MDU RES GROUP INC	Common Stock	21,949
	MEADWESTVACO CORP	Common Stock	31,029
	MEDTRONIC INC	Common Stock	145,122
	MENS WEARHOUSE INC COM	Common Stock	7,550
	MERCK & CO INC NEW	Common Stock	187,634
	MEREDITH CORP	Common Stock	11,679
	MERITOR INC	Common Stock	7,681
	METLIFE INC	Common Stock	114,292
	MGM RESORTS INTERNATIONAL	Common Stock	20,696
	MICROCHIP TECHNOLOGY INC COM	Common Stock	15,924
	MICRON TECHNOLOGY INC	Common Stock	142,071
	MICROSOFT CORP	Common Stock	707,805
	MOLINA HEALTHCARE INC	Common Stock	8,244
	MOLSON COORS BREWING CO	Common Stock	9,688
	MONDELEZ INTERNATIONAL INC	Common Stock	114,605
	MONSANTO CO NEW	Common Stock	78,253
	MONSTER WORLDWIDE INC	Common Stock	7,581
	MORGAN STANLEY	Common Stock	47,297
	MOSAIC CO/THE	Common Stock	44,189
	MOTOROLA SOLUTIONS, INC.	Common Stock	36,156
	MURPHY OIL CORP	Common Stock	31,626
	MYLAN LABS INC	Common Stock	6,708
	NASDAQ OMX GRP INC	Common Stock	22,973

NATIONAL FUEL GAS CO N J	Common Stock	25,309
NATIONAL OILWELL INC COM	Common Stock	33,879
NAVISTAR INTL CORP COM	Common Stock	6,729
NCR CORPORATION COM	Common Stock	7,460
NETAPP INC	Common Stock	30,632
NEW JERSEY RES CORP	Common Stock	7,160
NEW YORK TIMES CO CL A	Common Stock	13,841
NEWELL RUBBERMAID INC	Common Stock	16,874
NEWFIELD EXPL CO COM	Common Stock	46,348
NEWMONT MINING CORP	Common Stock	53,619
NEXTERA ENERGY INC	Common Stock	80,993
NIKE INC CL B	Common Stock	73,266
NISOURCE INC	Common Stock	44,074
NOBLE ENERGY INC	Common Stock	9,249

(a)	(b)	(c)	(d)
		Description of Investment	
	Identity of Issue,	Including Maturity Date,	
	Borrower, Lessor or	Rate of Interest, Collateral,	Current
	Similar Party	Par, or Maturity Value	Value
	NORDSTROM INC	Common Stock	18,577
	NORFOLK SOUTHERN CORP	Common Stock	55,901
	NORTHERN TRUST CORP	Common Stock	21,164
	NORTHROP GRUMMAN CORP	Common Stock	179,079
	NORTHWESTERN CORP	Common Stock	13,183
	NRG ENERGY INC	Common Stock	26,438
	NU SKIN ENTERPRISES	Common Stock	5,069
	NUCOR CORP	Common Stock	9,712
	NUVASIVE INC	Common Stock	6,414
	O REILLY AUTOMOTIVE INC	Common Stock	10,787
	OCCIDENTAL PETE CORP	Common Stock	158,882
	OFFICE DEPOT INC	Common Stock	35,449
	OLD REP INTL CORP	Common Stock	6,847
	OM GROUP INC COM	Common Stock	10,221
	OMNICARE INC	Common Stock	26,911
	OMNICOM GROUP	Common Stock	98,852
	OMNIVISION TECHNOLOGIES	Common Stock	11,726
	ON SEMICONDUCTOR CORP	Common Stock	17,180
	ORACLE CORPORATION	Common Stock	215,047
	ORBITAL SCIENCES CORP	Common Stock	6,830
	ORBITZ WORLDWIDE INC	Common Stock	5,761
	OSHKOSH CORPORATION	Common Stock	15,714
	OWENS & MINOR INC COM	Common Stock	9,725
	OWENS CORNING INC	Common Stock	10,600
	OWENS ILL INC COM NEW	Common Stock	22,753
	PACCAR INC	Common Stock	37,678
	PACKAGING CORP OF AMERICA	Common Stock	16,547
	PANTRY INC	Common Stock	11,859
	PARKER DRILLING CO	Common Stock	2,106
	PARKER HANNIFIN CORP	Common Stock	26,435
	PATTERSON-UTI ENERGY INC	Common Stock	14,102
	PAYCHEX INC	Common Stock	27,748
	PEABODY ENERGY CORPORATION	Common Stock	7,539
	PENN VIRGINIA CORP	Common Stock	9,432
	PENNEY J C INC	Common Stock	8,767
	PEOPLE S UNITED FINANCIAL INC	Common Stock	11,127
	PEPCO HOLDINGS INC.	Common Stock	34,794
	PEPSICO INC	Common Stock	266,092

PFIZER INC	Common Stock	300,068
PG&E CORP COM	Common Stock	90,561
PHH CORP	Common Stock	26,452
PHILIP MORRIS INTERNATIONAL IN	Common Stock	196,457
PHILLIPS 66	Common Stock	41,873
PIEDMONT NAT GAS INC	Common Stock	13,045
PIEDMONT OFFICE REALTY TRU-A	Common Stock	7,027
PINNACLE WEST CAP CORP	Common Stock	25,753
PIONEER ENERGY SERVICES CORP	Common Stock	4,404
PITNEY BOWES INC	Common Stock	97,748
PLEXUS CORP COM	Common Stock	9,561
PLUM CREEK TIMBER CO INC	Common Stock	18,870
PMC SIERRA INC COM	Common Stock	12,540
PNC FINANCIAL SERVICES GROUP	Common Stock	74,170

(a)	(b)	(c)	(d)
		Description of Investment	
	Identity of Issue,	Including Maturity Date,	
	Borrower, Lessor or	Rate of Interest, Collateral,	Current
	Similar Party	Par, or Maturity Value	Value
	PNM RES INC	Common Stock	11,378
	POLYCOM INC COM	Common Stock	22,356
	PORTLAND GEN ELEC CO	Common Stock	13,467
	POST HOLDINGS INC	Common Stock	9,677
	PPG INDUSTRIES INC	Common Stock	66,571
	PPL CORPORATION	Common Stock	36,512
	PRAXAIR INC COM	Common Stock	36,277
	PRIMERICA INC	Common Stock	17,146
	PRINCIPAL FINANCIAL GROUP	Common Stock	25,347
	PROCTER & GAMBLE CO	Common Stock	453,537
	PROGRESS SOFTWARE CORP	Common Stock	7,782
	PROGRESSIVE CORP OHIO	Common Stock	30,634
	PROTECTIVE LIFE CORP	Common Stock	31,203
	PRUDENTIAL FINL INC	Common Stock	110,271
	PUBLIC STORAGE INC COM	Common Stock	10,536
	PUBLIC SVC ENTERPRISE GROUP INC	Common Stock	80,708
	QEP RESOURCES INC	Common Stock	7,764
	QLOGIC CORP COM	Common Stock	7,965
	QUAD/GRAPHICS INC	Common Stock	10,355
	QUALCOMM INC	Common Stock	57,977
	QUEST DIAGNOSTICS INC	Common Stock	13,680
	QUESTAR CORP	Common Stock	14,460
	QUICKSILVER RESOURCES INC	Common Stock	604
	QUIKSILVER INC COM	Common Stock	2,661
	RADIOSHACK CORP	Common Stock	2,903
	RAYMOND JAMES FINL INC	Common Stock	13,177
	RAYTHEON CO	Common Stock	121,259
	REGAL ENTERTAINMENT GROUP- CL A	Common Stock	11,705
	REGIONS FINL CORP NEW	Common Stock	39,885
	REGIS CORP	Common Stock	7,643
	REINSURANCE GROUP AMER CLASS A NEW	Common Stock	25,585
	RELIANCE STL & ALUM CO COM	Common Stock	6,801
	RENT-A-CENTER INC	Common Stock	17,543
	REPUBLIC AWYS HLDGS INC	Common Stock	18,310
	REPUBLIC SERVICES INC CL A COMM	Common Stock	10,183
	REYNOLDS AMERICAN INC	Common Stock	78,088
	RITE AID CORP	Common Stock	122,125
	RLI CORP COM	Common Stock	10,078
	KLI COM COM	Common Stock	10,070

ROBERT HALF INTL INC	Common Stock	13,486
ROCKWELL COLLINS	Common Stock	15,544
ROCKWOOD HLDGS INC	Common Stock	13,554
RPM INTERNATIONAL INC	Common Stock	14,604
RR DONNELLEY & SONS CO	Common Stock	61,120
RYDER SYS INC	Common Stock	36,304
SAFEWAY INC NEW	Common Stock	106,589
SANDISK CORP COM	Common Stock	6,565
SANDRIDGE ENERGY INC	Common Stock	3,360
SANMINA CORP	Common Stock	20,048
SCANA CORP-W/I	Common Stock	10,268
SCHEIN HENRY INC	Common Stock	12,526
SCHOLASTIC CORP COM	Common Stock	9,287
SCHULMAN A INC	Common Stock	5,917

(a) (b) (c)	(d)
Description of Investment	
Identity of Issue, Including Maturity Date,	
Borrower, Lessor or Rate of Interest, Collateral,	Current
Similar Party Par, or Maturity Value	Value
SCHWAB CHARLES CORP NEW Common Stock	21,888
SEACOR HOLDINGS INC Common Stock	13,876
SEALED AIR CORP COM Common Stock	21,554
SEARS HOLDING CORP Common Stock	14,907
SEAWORLD ENTERTAINMENT INC Common Stock	7,464
SEMPRA ENERGY COM Common Stock	71,827
SERVICE CORP INTL Common Stock	11,259
SKECHERS U S A INC Common Stock	10,000
SKYWEST INC Common Stock	11,049
SLM CORP Common Stock	7,408
SONOCO PRODS CO Common Stock	10,313
SOUTHERN CO Common Stock	72,781
SOUTHERN COPPER CORP Common Stock	25,888
SOUTHWEST AIRLINES CO Common Stock	27,889
SOUTHWEST GAS CORP Common Stock	18,728
SPANSION INC Common Stock	21,867
SPECTRA ENERGY CORP Common Stock	6,425
SPIRIT AEROSYTSEMS HOLD-CL A Common Stock	16,226
SPOK HOLDINGS INC Common Stock	12,221
SPRINT NEXTEL CORP Common Stock	17,774
SPX CORP Common Stock	19,074
ST JUDE MED INC Common Stock	27,118
STANCORP FINL GROUP INC Common Stock	19,281
STANLEY BLACK & DECKER, INC. Common Stock	11,337
STAPLES INC Common Stock	82,410
STARBUCKS CORP COM Common Stock	23,548
STARWOOD HOTELS & RESORTS  Common Stock	15 900
WORLDWIDE Common Stock	15,890
STATE STREET CORP Common Stock	38,465
STEEL DYNAMICS INC COM Common Stock	14,272
STEELCASE INC CL A Common Stock	14,863
STERIS CORP COM Common Stock	10,506
STIFEL FINANCIAL CORP Common Stock	7,347
STONE ENERGY CORP COM Common Stock	12,474
STRAYER ED INC COM Common Stock	15,896
STRYKER CORP Common Stock	37,449
SUNCOKE ENERGY INC Common Stock	9,245
SUNEDISON INC Common Stock	25,968

mmon Stock	67,082
mmon Stock	50,236
mmon Stock	8,009
mmon Stock	2,616
mmon Stock	69,448
mmon Stock	26,508
mmon Stock	19,306
mmon Stock	8,868
mmon Stock	7,964
mmon Stock	70,648
mmon Stock	14,036
mmon Stock	17,631
mmon Stock	142,787
mmon Stock	7,071
mmon Stock	34,081
	mmon Stock

Identity of Issue, Borrower, Lessor or Rate of Interest, Collateral, Similar Party Par, or Maturity Value Value TECO ENERGY INC Common Stock 16,617 TELEPHONE AND DATA SYSTEMS Common Stock 21,942 TENET HEALTHCARE CORPORATION Common Stock 43,779 TENNETCO INC Common Stock 44,779 TENNETCO INC Common Stock 24,982 TEXAS INSTRUMENTS INC Common Stock 24,982 TEXAS INSTRUMENTS INC Common Stock 24,971 THE CHILDREN S PLACE INC Common Stock 7,638 THE DIRECTV GROUP HOLDINGS CL A COM Common Stock 7,638 THE PHOENIX COMPANY Common Stock 7,782 THE SCOTTS MIRACLE-GRO COMPANY CL Common Stock 7,782 THE SCOTTS MIRACLE-GRO COMPANY CL Common Stock 7,782 THE SCOTTS MIRACLE-GRO COMPANY CL Common Stock 11,903 THERMO FISHER SCIENTIFIC INC Common Stock 17,541 TIFFANY & CO NEW Common Stock 17,541 TIFFANY & CO NEW Common Stock 17,541 TIME WARNER INC Common Stock 17,1011 TIME WARNER INC Common Stock 17,011 TIME WARNER INC Common Stock 17,011 TIME WARNER COB COMPANY CL Common Stock 17,011 TIME WARNER COP Common Stock 17,226 TOTAL SYS SVCS INC Common Stock 12,056 TOWERS WATSON & CO CL A Common Stock 12,056 TOWERS WATSON & CO CL A Common Stock 12,056 TOWERS WATSON & CO CL A Common Stock 132,736 TRIQUINT SEMICONDUCTOR INC Common Stock 138,7391 UNITED ORLINE INC COMMON Stock 138,7391 UNITED CONTINENTAL HOLDINGS, INC. Com	(a)	(b)	(c)	(d)
Borrower, Lessor or Rate of Interest, Collateral, Similar Parry Par, or Maturity Value Value TECO ENERGY INC Common Stock 16,617  TELEPHONE AND DATA SYSTEMS Common Stock 21,942  TENET HEALTHCARE CORPORATION Common Stock 13,643  TERNECO INC Common Stock 13,643  TEREX CORP NEW Common Stock 6.106  TESORO CORP Common Stock 118,104  TEXTRON INC Common Stock 118,104  TEXTRON INC Common Stock 118,104  THE CHILDREN S PLACE INC Common Stock 171,579  THE HERSHEY COMPANY Common Stock 171,579  THE PHOENIX COMPANIES, INC. Common Stock 11,903  THES COTTS MIRACLE-GRO COMPANY CL A Common Stock 11,903  THERMO FISHER SCIENTIFIC INC Common Stock 11,903  THERMO FISHER SCIENTIFIC INC Common Stock 11,541  TIFFANY & CO NEW Common Stock 17,541  TIME WARNER CABLE INC Common Stock 17,541  TIME WARNER CABLE INC Common Stock 17,1011  TIMKEN CO COMMON Stock 17,1011  TIMKEN CO COMMON Stock 17,226  TOTAL SYS SVCS INC Common Stock 10,394  TORCHMARK CORP Common Stock 10,394  TORCHMARK CORP Common Stock 12,256  TOWERS WATSON & CO CL A Common Stock 22,974  TRAVELCENTERS OF AMERICA LLC Common Stock 12,256  TOWERS WATSON & CO CL A Common Stock 18,453  TRIQUINT SEMICONDUCTOR INC Common Stock 13,2736  TYSON FOODS INC CL A DEL Common Stock 14,538  TWENTY FIRST CENTURY FOX INC Common Stock 13,2736  TYSON FOODS INC CL A DEL Common Stock 14,538  UNITY CORP Common Stock 24,383  UNION PACIFIC CORP Common Stock 14,538  UNITED ONLINE INC Common Stock 38,499  UNITED ONLINE INC Common Stock 38,491  UNITED ONLINE INC Common Stock 38,391  UNITED ONLINE INC Common Stock 38,391  UNITED DARCEL SERVICE-CL B Common Stock 38,990  UNITED DARCEL SERVICE-CL B Common Stock 7,775			Description of Investment	
Similar Party TECO ENERGY INC Common Stock 16,617 TELEPHONE AND DATA SYSTEMS Common Stock 21,942 TENET HEALTHCARE CORPORATION Common Stock 43,779 TENNECO INC Common Stock 43,779 TENNECO INC Common Stock 43,779 TENNECO INC Common Stock 6,106 TESORO CORP Common Stock 118,104 TEXTRON INC Common Stock 118,104 TEXTRON INC Common Stock 118,104 THE CHILDREN'S PLACE INC Common Stock 112,576 THE DIRECT'V GROUP HOLDINGS CL A COM THE HERSHEY COMPANY THE HERSHEY COMPANY THE HERSHEY COMPANIES, INC. Common Stock 11,576 THE PHOENIX COMPANIES, INC. Common Stock 11,903 THERMO FISHER SCIENTIFIC INC Common Stock 11,903 THEW ARNER CABLE INC Common Stock 11,903 TIME WARNER INC Common Stock 11,903 TIME WARNER INC Common Stock 16,991 TIME WARNER INC Common Stock 17,241 TIFFANY & CO NEW Common Stock 18,499 TIME WARNER INC Common Stock 17,201 TIME WARNER INC Common Stock 18,499 TOTAL SYS SVCS INC Common Stock 10,294 TORCHMARK CORP Common Stock 12,256 TOWERS WATSON & CO CL A Common Stock 12,056 TOWERS WATSON & CO CL A Common Stock 12,056 TOWERS WATSON & CO CL A Common Stock 12,056 TOWERS WATSON & CO CL A Common Stock 132,736 TRIQUINT SEMICONDUCTOR INC Common Stock 132,736 TRIQUINT SEMICONDUCTOR INC Common Stock 138,191 UNITYO PERINI CORP Common Stock 138,191 UNITYO PERINI CORP Common Stock 138,191 UNITY CORP Common Stock 138,193 UNIT CORP Common Stock 138,191 UNITY CORP Common Stock 138,191 UNITED PARCEL SERVICE-CL B Common Stock 11,189 UNITED DANCINE INC Common Stock 138,930 UNITED DANCINE SERVICE-CL B Common Stock 11,189 UNITED DANCINE SERVICE-CL B Common Stock 11,189		Identity of Issue,	Including Maturity Date,	
TECO ENERGY INC         Common Stock         16,617           TELEPHONE AND DATA SYSTEMS         Common Stock         21,942           TENET HEALTHCARE CORPORATION         Common Stock         43,779           TENNECO INC         Common Stock         13,643           TEREX CORP NEW         Common Stock         6,106           TESORO CORP         Common Stock         24,982           TEXAS INSTRUMENTS INC         Common Stock         118,104           TEXTRON INC         Common Stock         24,971           THE CHILDREN S PLACE INC         Common Stock         24,971           THE DIRECTV GROUP HOLDINGS CL A COM         Common Stock         17,579           THE HERSHEY COMPANY         Common Stock         12,576           THE PHOENIX COMPANIES, INC.         Common Stock         11,903           THER SCOTTS MIRACLE-GRO COMPANY CL A         Common Stock         11,903           THERMO FISHER SCIENTIFIC INC         Common Stock         11,541           TIFFANY & CO NEW         Common Stock         16,991           TIME WARNER CABLE INC         Common Stock         17,101           TIMKEN CO         Common Stock         17,226           TOTAL SYS SVCS INC         Common Stock         12,056           TOTAL SYS SVCS		Borrower, Lessor or	Rate of Interest, Collateral,	Current
TELEPHONE AND DATA SYSTEMS TENET HEALTHCARE CORPORATION Common Stock 43,779 TENNECO INC Common Stock 13,643 TEREX CORP NEW Common Stock Common Stock 16,106 TESORO CORP Common Stock 118,104 TEXAS INSTRUMENTS INC Common Stock 118,104 TEXTRON INC Common Stock 24,982 THE CHILLDREN S PLACE INC Common Stock THE DIRECTV GROUP HOLDINGS CL A COM THE HERSHEY COMPANY Common Stock THE PHOENIX COMPANIES, INC. Common Stock THE SCOTTS MIRACLE-GRO COMPANY CL A THERMO FISHER SCIENTIFIC INC THE WARNER INC Common Stock TI,579 TIME WARNER CABLE INC Common Stock TI,541 TIFFANY & CO NEW Common Stock TIME WARNER COMPANY Common Stock TIME WARNER OR TIME WARNER OR TIME WARNER OR TIME WARNER OR TORCHMARK CORP Common Stock TOTAL SYS SVCS INC Common Stock TOTAL SYS SVCS INC Common Stock TRAVELCENTERS OF AMERICA LLC Common Stock TRAVELCENTERS OF AMERICA LLC Common Stock TRAVELERS COMPANIES, INC Common Stock TRAVELCENTERS OF AMERICA LLC Common Stock TRAVELCENTERS OF AMERICA LLC Common Stock TRAVELERS COMPANIES, INC Common Stock TRAVELERS COMPANIES,		Similar Party	Par, or Maturity Value	Value
TENET HEALTHCARE CORPORATION Common Stock 13,643 TEREX CORP NEW Common Stock 6,106 TESORO CORP Common Stock 24,982 TEXAS INSTRUMENTS INC Common Stock 118,104 TEXTRON INC Common Stock 24,971 THE CHILDREN'S PLACE INC Common Stock 24,971 THE CHILDREN'S PLACE INC Common Stock 171,579 THE HERSHEY COMPANY Common Stock 12,576 THE PHOENIX COMPANIES, INC. Common Stock 12,576 THE PHOENIX COMPANIES, INC. Common Stock 11,903 THERMO FISHER SCIENTIFIC INC Common Stock 11,903 THERMO FISHER SCIENTIFIC INC Common Stock 17,541 TIFFANY & CO NEW Common Stock 16,991 TIME WARNER CABLE INC Common Stock 17,1011 TIMKEN CO Common Stock 171,011 TIMKEN CO Common Stock 171,011 TIMKEN CO Common Stock 171,011 TIMKEN CO Common Stock 172,226 TOTAL SYS SYCS INC Common Stock 12,2974 TRAVELERS COMPANIES, INC Common Stock 12,296 TOWERS WATSON & CO CL A Common Stock 12,296 TOWERS WATSON & CO CL A Common Stock 12,2974 TRAVELEEN COMPANIES, INC Common Stock 12,2974 TRAVELERS COMPANIES, INC Common Stock 12,2974 TRAVELERS COMPANIES, INC Common Stock 13,2736 TRIQUINT SEMICONDUCTOR INC Common Stock 13,2736 TRIQUINT SEMICONDUCTOR INC Common Stock 13,8367 TYSON FOODS INC CL A DEL Common Stock 24,383 UNION PACIFIC CORP Common Stock 38,367 TYSON FOODS INC CL A DEL Common Stock 24,383 UNION PACIFIC CORP Common Stock 38,367 TYSON FOODS INC CL A DEL Common Stock 38,367 TYSON FOODS INC CL A DEL Common Stock 38,367 TYSON FOODS INC CL A DEL Common Stock 38,367 TYSON FOODS INC CL A DEL Common Stock 38,367 TYSON FOODS INC CL A DEL Common Stock 38,367 TYSON FOODS INC CL A DEL Common Stock 38,367 TYSON FOODS INC CL A DEL Common Stock 38,367 TYSON FOODS INC CL A DEL Common Stock 38,367 TYSON FOODS INC CL A DEL Common Stock 38,367 TYSON FOODS INC CL A DEL Common Stock 38,367 TYSON FOODS INC CL A DEL Common Stock 38,367 TYSON FOODS INC CL A DEL Common Stock 38,367 TYSON FOODS INC CL A DEL Common Stock 38,367 TYSON FOODS INC CL A DEL Common Stock 38,367 TYSON FOODS INC CL A DEL Common Stock 38,369 UNITED CONTINENTAL HOLDINGS, INC. Common Stock 38,369		TECO ENERGY INC	Common Stock	16,617
TENNECO INC         Common Stock         6,106           TEREX CORP NEW         Common Stock         6,106           TESORO CORP         Common Stock         24,982           TEXAS INSTRUMENTS INC         Common Stock         118,104           TEXTRON INC         Common Stock         24,971           THE CHILLDREN S PLACE INC         Common Stock         7,638           THE DIRECTV GROUP HOLDINGS CL A COM         Common Stock         17,579           THE HERSHEY COMPANY         Common Stock         12,576           THE PHOENIX COMPANIES, INC.         Common Stock         17,782           THE SCOTTS MIRACLE-GRO COMPANY CL A         Common Stock         11,903           THERMO FISHER SCIENTIFIC INC         Common Stock         17,541           TIFFANY & CO NEW         Common Stock         16,991           TIME WARNER CABLE INC         Common Stock         18,499           TIME WARNER INC         Common Stock         18,499           TIME WARNER INC         Common Stock         17,211           TIMKEN CO         Common Stock         17,226           TOTAL SYS SVCS INC         Common Stock         12,056           TOWERS WATSON & CO CL A         Common Stock         12,056           TRAVELEENTERS OF AMERICA LLC		TELEPHONE AND DATA SYSTEMS	Common Stock	21,942
TEREX CORP NEW TESORO CORP Common Stock CORP Common Stock CORP TEXAS INSTRUMENTS INC Common Stock COMMON STOC		TENET HEALTHCARE CORPORATION	Common Stock	43,779
TESORO CORP         Common Stock         24,982           TEXAS INSTRUMENTS INC         Common Stock         118,104           TEXTRON INC         Common Stock         24,971           THE CHILDREN S PLACE INC         Common Stock         7,638           THE DIRECTV GROUP HOLDINGS CL A COM         Common Stock         171,579           THE HERSHEY COMPANY         Common Stock         12,576           THE PHOENIX COMPANIES, INC.         Common Stock         11,903           THERMO FISHER SCIENTIFIC INC         Common Stock         11,903           THERMO FISHER SCIENTIFIC INC         Common Stock         16,991           TIME WARNER CABLE INC         Common Stock         16,991           TIME WARNER INC         Common Stock         171,011           TIME WARNER INC         Common Stock         171,011           TIME WARNER INC         Common Stock         40,394           TORCHMARK CORP         Common Stock         40,394           TORCHMARK CORP         Common Stock         12,056           TOWERS WATSON & CO CL A         Common Stock         12,056           TOWERS WATSON & CO LA         Common Stock         22,974           TRAVELEENTERS OF AMERICA LLC         Common Stock         9,288           TRAVELEENTERS		TENNECO INC	Common Stock	13,643
TEXAS INSTRUMENTS INC TEXTRON INC Common Stock THE CHILDREN S PLACE INC Common Stock THE DIRECTV GROUP HOLDINGS CL A COM Common Stock THE DIRECTV GROUP HOLDINGS CL A COM THE HERSHEY COMPANY Common Stock THE PHOENIX COMPANIES, INC. THE PHOENIX COMPANIES, INC THE SCOTTS MIRACLE-GRO COMPANY CL A THERMO FISHER SCIENTIFIC INC THERMO FISHER SCIENTIFIC INC TIME WARNER CABLE INC TIME WARNER INC Common Stock TOST INC TIME WARNER OF COMPANY CL A TORCHMARK CORP Common Stock TOTAL SYS SVCS INC Common Stock TOWERS WATSON & CO CL A COMMON Stock TRAVELCENTERS OF AMERICA LLC Common Stock TRAVELERS COMPANIES, INC Common Stock TRAVELERS COMPANIES, INC Common Stock TREQUINT SEMICONDUCTOR INC TOMMON STOCK TOWER WATSON & COPPORATION TOMMON STOCK TOWER WATSON & COPPORATION TOMMON STOCK TROUNT SEMICONDUCTOR INC Common Stock TOWER WATSON & COPPORATION TOMMON STOCK TOWER WATSON & COPPORATION TOMMON STOCK TREQUINT SEMICONDUCTOR INC Common Stock TREQUINT SEMICONDUCTOR INC TOMMON STOCK TOWER WATSON & COPPORATION TOMMON STOCK TOWER WATSON & COPPORATION TOMMON STOCK TOWER WATSON & COPPORATION TOMMON STOCK TOWEN WATSON & COPPORATION TOMMON STOCK TOWER WATSON & COPPORATION TOMMON STOCK TOWER WATSON & COMMON STOCK TOWER WATSON WA		TEREX CORP NEW	Common Stock	6,106
TEXTRON INC THE CHILDREN S PLACE INC Common Stock THE DIRECTV GROUP HOLDINGS CL A COM Common Stock THE DIRECTV GROUP HOLDINGS CL A COM Common Stock THE PLACE INC Common Stock THE PHOENIX COMPANY Common Stock THE PHOENIX COMPANIES, INC. THE SCOTTS MIRACLE-GRO COMPANY CL A THE SCOTTS MIRACLE-GRO COMPANY CL A THERMO FISHER SCIENTIFIC INC Common Stock TIME WARNER SCIENTIFIC INC TIME WARNER CABLE INC Common Stock TIME WARNER CABLE INC Common Stock TIME WARNER OC Common Stock TIME WARNER OC Common Stock TOTAL SYS SVCS INC Common Stock TOTAL SYS SVCS INC Common Stock TOWERS WATSON & CO CL A Common Stock TRAVELCENTERS OF AMERICA LLC Common Stock TRIQUINT SEMICONDUCTOR INC TRAVELERS COMPANIES, INC Common Stock TUPPERWARE BRANDS CORPORATION TUTOR PERINI CORP Common Stock TUPPERWARE BRANDS CORPORATION Common Stock TYSON FOODS INC CL A DEL Common Stock TYSON FOODS INC CL A DEL Common Stock TOMEN STOCK TASS TWENTY FIRST CENTURY FOX INC Common Stock TOMEN STOCK TASS TWENTY FIRST CENTURY FOX INC Common Stock TYSON FOODS INC CL A DEL Common Stock TOMEN STOCK TASS TWENTY FIRST CENTURY FOX INC Common Stock TOMEN STOCK T		TESORO CORP	Common Stock	24,982
THE CHILDREN S PLACE INC THE DIRECTV GROUP HOLDINGS CL A COM THE DIRECTV GROUP HOLDINGS CL A COM THE HERSHEY COMPANY THE HERSHEY COMPANY THE PHOENIX COMPANIES, INC. Common Stock THE SCOTTS MIRACLE-GRO COMPANY CL A THE SCOTTS MIRACLE-GRO COMPANY CL A THERMO FISHER SCIENTIFIC INC TIFFANY & CO NEW Common Stock TIME WARNER CABLE INC TIME WARNER CABLE INC TIME WARNER INC Common Stock TIME WARNER INC Common Stock TIME WARNER INC Common Stock TOWNEN TORCHMARK CORP Common Stock TOWALS SVCS INC Common Stock TRAVELCENTERS OF AMERICA LLC Common Stock TRAVELERS COMPANIES, INC Common Stock TRAVELERS COMPANIES, INC Common Stock TREVEL TREVALLED COMMON STOCK TREVALLED CORP TOWALS WATSON CORPORATION TREVALLED CORP TOWALS SVCS INC Common Stock TREVALLED CORP TOWALS SVCS INC Common Stock TRAVELERS COMPANIES, INC Common Stock TREVALLERS COMPANIES, INC Common Stock TREVALLED CORP TOWALS WATSON CORPORATION TOWALS WATSON CORPORATION TOWALS WATSON CORPORATION COMMON Stock TREVALLED CORP TOWALS WATSON CORPORATION TOWALS WATSON CORPORATION COMMON Stock TAST TUTOR PERINI CORP Common Stock TYSON FOODS INC CL A DEL COMMON Stock TAST TYSON FOODS INC CL A DEL COMMON Stock TOWALS WASS UNION PACIFIC CORP COMMON Stock TOWALS WASS UNION PACIFIC CORP COMMON Stock TOWALS WASS UNION PACIFIC CORP COMMON Stock TOWALS WASS UNITED ONLINE INC COMMON Stock TAST UNITED CONTINENTAL HOLDINGS, INC. COMMON Stock TOWALS THE PHOLENT STOCK TOWALS THE PHOLENT STOCK TOWALS TO		TEXAS INSTRUMENTS INC	Common Stock	118,104
THE DIRECTV GROUP HOLDINGS CL A COM THE HERSHEY COMPANY Common Stock 12,576 THE PHOENIX COMPANIES, INC. Common Stock 7,782 THE SCOTTS MIRACLE-GRO COMPANY CL A Common Stock 11,903 THERMOF ISHER SCIENTIFIC INC Common Stock 11,903 THERMOF ISHER SCIENTIFIC INC Common Stock 16,991 TIME WARNER CABLE INC Common Stock 17,1011 TIME WARNER INC Common Stock 17,1011 TIMKEN CO Common Stock 17,1011 TIMKEN CO Common Stock 17,226 TOTAL SYS SVCS INC Common Stock 17,226 TOTAL SYS SVCS INC Common Stock 12,056 TOWERS WATSON & CO CL A Common Stock 12,056 TRAVELERS COMPANIES, INC Common Stock 13,2736 TRIQUINT SEMICONDUCTOR INC Common Stock 11,847 TRW AUTOMOTIVE HLDGS CORP Common Stock 11,847 TRW AUTOMOTIVE HLDGS CORP Common Stock 11,847 TWE AUTOMOTIVE HLDGS CORP Common Stock 12,058 TWENTY FIRST CENTURY FOX INC Common Stock 14,538 TWENTY FIRST CENTURY FOX INC Common Stock 14,538 UNION PACIFIC CORP Common Stock 138,191 UNISYS CORPORATION Common Stock 138,191 UNISYS CORPORATION Common Stock 30,453 UNITED CONTINENTAL HOLDINGS, INC. Common Stock 38,830 UNITED ONLINE INC Common Stock 11,189 UNITED CONTINENTAL HOLDINGS, INC. Common Stock 11,189 UNITED PARCEL SERVICE-CL B Common Stock 11,189 UNITED ONLINE INC Common Stock 11,189 UNITED PARCEL SERVICE-CL B Common Stock 11,189		TEXTRON INC	Common Stock	24,971
THE HERSHEY COMPANY THE PHOENIX COMPANIES, INC. Common Stock 7,782 THE SCOTT'S MIRACLE-GRO COMPANY CL A Common Stock 11,903 THERMO FISHER SCIENTIFIC INC Common Stock 11,541 TIFFANY & CO NEW Common Stock 11,901 TIME WARNER CABLE INC Common Stock 11,011 TIME WARNER INC Common Stock 17,1011 TIMKEN CO Common Stock 17,1011 TIMKEN CO Common Stock 17,226 TOTAL SYS SVCS INC Common Stock 12,056 TOWERS WATSON & CO CL A Common Stock TRAVELCENTERS OF AMERICA LLC Common Stock 12,974 TRAVELCENTERS OF AMERICA LLC Common Stock 132,736 TRIQUINT SEMICONDUCTOR INC Common Stock 11,847 TRW AUTOMOTIVE HLDGS CORP Common Stock 14,538 TWENTY FIRST CENTURY FOX INC Common Stock 14,538 TWENTY FIRST CENTURY FOX INC Common Stock 138,367 TYSON FOODS INC CL A DEL Common Stock 138,191 UNITED CONTINENTAL HOLDINGS, INC. Common Stock 30,453 UNITE ONLINE INC Common Stock 38,360 T,775 UNITED CONTINENTAL HOLDINGS, INC. Common Stock 38,360 UNITED ONLINE INC Common Stock 11,189		THE CHILDREN S PLACE INC	Common Stock	7,638
THE PHOENIX COMPANIES, INC.  THE SCOTTS MIRACLE-GRO COMPANY CL A Common Stock  THE SCOTTS MIRACLE-GRO COMPANY CL A Common Stock  THERMO FISHER SCIENTIFIC INC  Common Stock  TIFFANY & CO NEW  Common Stock  TIME WARNER CABLE INC  Common Stock  TIME WARNER INC  Common Stock  TOTAL SYS SVCS INC  TOTAL SYS SVCS INC  TOWERS WATSON & CO CL A  TRAVELCENTERS OF AMERICA LLC  Common Stock  TRAVELERS COMPANIES, INC  Common Stock  TRAVELERS COMPANIES, INC  Common Stock  TRAVELERS COMPANIES, INC  Common Stock  TRAVELORD COMPON STOCK  TREW AUTOMOTIVE HLDGS CORP  TUPPERWARE BRANDS CORPORATION  TUTOR PERINI CORP  TUTOR PERINI CORP  COMMON STOCK  TYSON FOODS INC CL A DEL  TYSON FOODS TOTAL TYSON FO		THE DIRECTV GROUP HOLDINGS CL A COM	Common Stock	171,579
THE SCOTTS MIRACLE-GRO COMPANY CL A Common Stock 11,903 THERMO FISHER SCIENTIFIC INC Common Stock 17,541 TIFFANY & CO NEW Common Stock 16,991 TIME WARNER CABLE INC Common Stock 171,011 TIME WARNER INC Common Stock 171,011 TIMKEN CO Common Stock 8,664 TJX COS INC NEW Common Stock 40,394 TORCHMARK CORP Common Stock 17,226 TOTAL SYS SVCS INC Common Stock 12,056 TOWERS WATSON & CO CL A Common Stock 22,974 TRAVELCENTERS OF AMERICA LLC Common Stock 9,288 TRAVELERS COMPANIES, INC Common Stock 132,736 TRIQUINT SEMICONDUCTOR INC Common Stock 11,847 TRW AUTOMOTIVE HLDGS CORP Common Stock 39,289 TUPPERWARE BRANDS CORPORATION Common Stock 7,371 TUTOR PERINI CORP Common Stock 38,367 TYSON FOODS INC CL A DEL Common Stock 7,016 UGI CORP NEW COM Common Stock 138,191 UNISYS CORPORATION Common Stock 138,191 UNISYS CORPORATION Common Stock 38,363 UNION PACIFIC CORP Common Stock 38,363 UNITED ONLINE INC Common Stock 38,930 UNITED ONLINE INC Common Stock 11,189 UNITED ONLINE INC Common Stock 11,189 UNITED PARCEL SERVICE-CL B Common Stock 11,189		THE HERSHEY COMPANY	Common Stock	12,576
THERMO FISHER SCIENTIFIC INC  TIFFANY & CO NEW  Common Stock  16,991  TIME WARNER CABLE INC  Common Stock  TIME WARNER INC  Common Stock  TOTAL SYS SVCS INC  Common Stock  TOWERS WATSON & CO CL A  Common Stock  TOWERS WATSON & CO CL A  Common Stock  TRAVELCENTERS OF AMERICA LLC  Common Stock  TRAVELERS COMPANIES, INC  Common Stock  TRIQUINT SEMICONDUCTOR INC  Common Stock  TRIQUINT SEMICONDUCTOR INC  Common Stock  TUPPERWARE BRANDS CORPORATION  TUTOR PERINI CORP  Common Stock  TUTOR PERINI CORP  Common Stock  TYSON FOODS INC CL A DEL  COMMON Stock  TYTOS  UNITED CONTINENTAL HOLDINGS, INC.  Common Stock  TIT,1011  TITLE TYPE TYPE TYPE TYPE TYPE TYPE TYPE TYP		THE PHOENIX COMPANIES, INC.	Common Stock	7,782
TIFFANY & CO NEW  TIME WARNER CABLE INC  Common Stock  88,499  TIME WARNER INC  Common Stock  171,011  TIMKEN CO  Common Stock  TOTAL SYS SVCS INC  TOWERS WATSON & CO CL A  TRAVELCENTERS OF AMERICA LLC  TRIQUINT SEMICONDUCTOR INC  TUTOR PERINI CORP  TUTOR PERINI CORP  Common Stock  TOTAL SYS SVCS INC  Common Stock  TRAVELCENTER ORP  TRAVELCENTER ORP  TOMMON STOCK  TOWERS WATSON & CO CL A  TRAVELCENTER OF AMERICA LLC  Common Stock  TRAVELER COMPANIES, INC  Common Stock  TRAVELER COMPANIES, INC  Common Stock  TRIQUINT SEMICONDUCTOR INC  Common Stock  TUPPERWARE BRANDS CORPORATION  TUTOR PERINI CORP  Common Stock  TYSON FOODS INC CL A DEL  UGI CORP NEW COM  Common Stock  TYSON FOODS INC CL A DEL  Common Stock  TYSON FOODS INC CL A DEL  Common Stock  TYSON PACIFIC CORP  Common Stock  TYSON PACIFIC CORP  Common Stock  TYSON POODS INC CL A DEL  Common Stock  TYSON FOODS INC CL A DEL  TYSON FOODS INC CL A DEL  COMMON Stock  TYSON FOODS INC CL A DEL  TYSON FOODS INC CL A		THE SCOTTS MIRACLE-GRO COMPANY CL A	Common Stock	11,903
TIME WARNER CABLE INC  Common Stock  TIME WARNER INC  Common Stock  TIT,011  TIMKEN CO  Common Stock  TJX COS INC NEW  Common Stock  TORCHMARK CORP  Common Stock  TOTAL SYS SVCS INC  Common Stock  TOWERS WATSON & CO CL A  TRAVELCENTERS OF AMERICA LLC  TOMEN STOCK  TRIQUINT SEMICONDUCTOR INC  TRIQUINT SEMICONDUCTOR INC  TUPPERWARE BRANDS CORPORATION  TUTOR PERINI CORP  TUPPERWARE BRANDS CORPORATION  TUTOR PERINI CORP  Common Stock  TYSON FOODS INC CL A DEL  UGI CORP NEW COM  UGI CORP  COMMON Stock  TOMMON STOCK  TOMMON STOCK  TOMMON STOCK  TYSON FOODS INC CL A DEL  Common Stock  TYSON FOODS INC CL A DEL  Common Stock  TUPIC ORP  Common Stock  TOMMON STOCK  TOMMON STOCK  TOMMON STOCK  TYSON FOODS INC CL A DEL  Common Stock  TOMMON STOCK		THERMO FISHER SCIENTIFIC INC	Common Stock	17,541
TIME WARNER INC  TIMKEN CO  Common Stock  R,664  TJX COS INC NEW  Common Stock  TORCHMARK CORP  Common Stock  TOTAL SYS SVCS INC  Common Stock  TOWERS WATSON & CO CL A  TRAVELCENTERS OF AMERICA LLC  TRAVELERS COMPANIES, INC  Common Stock  TRIQUINT SEMICONDUCTOR INC  TUTOR PERINI CORP  TUTOR PERINI CORP  TUTOR PERINI CORP  UGI CORP NEW COM  UNISYS CORPORATION  Common Stock  Common Stock  TOMBON STOCK  TOWERS WATSON & CO CL A  Common Stock  TRAVELCENTERS OF AMERICA LLC  Common Stock  TRAVELERS COMPANIES, INC  Common Stock  TRIQUINT SEMICONDUCTOR INC  Common Stock  TUPPERWARE BRANDS CORPORATION  Common Stock  TUTOR PERINI CORP  Common Stock  TYSON FOODS INC CL A DEL  UGI CORP NEW COM  Common Stock  UNION PACIFIC CORP  Common Stock  TOMBON STOCK  TYSON FOODS INC CL A DEL  Common Stock  TOMBON		TIFFANY & CO NEW	Common Stock	16,991
TIMKEN CO Common Stock 40,394 TORCHMARK CORP Common Stock 17,226 TOTAL SYS SVCS INC Common Stock 12,056 TOWERS WATSON & CO CL A Common Stock 12,056 TOWERS WATSON & CO CL A Common Stock 12,074 TRAVELCENTERS OF AMERICA LLC Common Stock 132,736 TRIQUINT SEMICONDUCTOR INC Common Stock 11,847 TRW AUTOMOTIVE HLDGS CORP TUPPERWARE BRANDS CORPORATION TUTOR PERINI CORP Common Stock 14,538 TWENTY FIRST CENTURY FOX INC Common Stock 138,367 TYSON FOODS INC CL A DEL UGI CORP NEW COM Common Stock 138,191 UNISYS CORPORATION Common Stock 138,191 UNISYS CORPORATION Common Stock 138,930 UNITED ONLINE INC Common Stock 38,330 UNITED ONLINE INC Common Stock 38,930 UNITED PARCEL SERVICE-CL B Common Stock 72,149		TIME WARNER CABLE INC	Common Stock	88,499
TJX COS INC NEW TORCHMARK CORP Common Stock 17,226 TOTAL SYS SVCS INC Common Stock 12,056 TOWERS WATSON & CO CL A Common Stock TRAVELCENTERS OF AMERICA LLC Common Stock TRAVELERS COMPANIES, INC Common Stock TRIQUINT SEMICONDUCTOR INC TRIQUINT SEMICONDUCTOR INC TRIQUINT SEMICONDUCTOR INC TRIQUINT SEMICONDUCTOR INC TRIVE AUTOMOTIVE HLDGS CORP TUPPERWARE BRANDS CORPORATION TUTOR PERINI CORP Common Stock TWENTY FIRST CENTURY FOX INC Common Stock TYSON FOODS INC CL A DEL UGI CORP NEW COM Common Stock TYSON PACIFIC CORP Common Stock TOMMON Stock TOMMON STOCK TYSON FOODS INC CL A DEL Common Stock TOMMON STOCK TYSON FOODS INC CL A DEL COMMON STOCK TOMMON STOC		TIME WARNER INC	Common Stock	171,011
TORCHMARK CORP Common Stock 17,226 TOTAL SYS SVCS INC Common Stock 12,056 TOWERS WATSON & CO CL A Common Stock 22,974 TRAVELCENTERS OF AMERICA LLC Common Stock 9,288 TRAVELERS COMPANIES, INC Common Stock 132,736 TRIQUINT SEMICONDUCTOR INC Common Stock 11,847 TRW AUTOMOTIVE HLDGS CORP Common Stock 11,847 TUTOR PERINI CORP Common Stock 7,371 TUTOR PERINI CORP Common Stock 14,538 TWENTY FIRST CENTURY FOX INC Common Stock 38,367 TYSON FOODS INC CL A DEL Common Stock 138,367 TYSON FOODS INC CL A DEL Common Stock 138,191 UNISYS CORPORATION Common Stock 30,453 UNION PACIFIC CORP Common Stock 30,453 UNIT CORP Common Stock 30,453 UNIT CORP Common Stock 30,453 UNITED CONTINENTAL HOLDINGS, INC. Common Stock 38,930 UNITED ONLINE INC Common Stock 11,189 UNITED PARCEL SERVICE-CL B Common Stock 72,149		TIMKEN CO	Common Stock	8,664
TOTAL SYS SVCS INC  TOWERS WATSON & CO CL A  TRAVELCENTERS OF AMERICA LLC  Common Stock  TRAVELERS COMPANIES, INC  Common Stock  TRIQUINT SEMICONDUCTOR INC  TRIQUINT SEMICONDUCTOR INC  Common Stock  TUPPERWARE BRANDS CORP  TUPPERWARE BRANDS CORPORATION  TUTOR PERINI CORP  Common Stock  TYSON FOODS INC CL A DEL  UGI CORP NEW COM  UGI CORP NEW COM  Common Stock  Common Stock  TOMBORD STOCK  TOMB		TJX COS INC NEW	Common Stock	40,394
TOWERS WATSON & CO CL A  TRAVELCENTERS OF AMERICA LLC  Common Stock  TRAVELERS COMPANIES, INC  Common Stock  TRIQUINT SEMICONDUCTOR INC  Common Stock  TUPPERWARE BRANDS CORPORATION  Common Stock  TUPPERWARE BRANDS CORPORATION  Common Stock  TYSON FOODS INC CLA DEL  UGI CORP NEW COM  Common Stock  TYSON FOODS INC CLA DEL  Common Stock  TOMMON PACIFIC CORP  Common Stock  TOMMON S		TORCHMARK CORP	Common Stock	17,226
TRAVELCENTERS OF AMERICA LLC  TRAVELERS COMPANIES, INC  Common Stock  TRIQUINT SEMICONDUCTOR INC  TRW AUTOMOTIVE HLDGS CORP  TUPPERWARE BRANDS CORPORATION  TUTOR PERINI CORP  Common Stock  TYSON FOODS INC CL A DEL  UGI CORP NEW COM  UNISYS CORPORATION  UNISYS CORPORATION  UNIT CORP  Common Stock  Common Stock  Common Stock  TOMMON Stock  Common Stock  TOMMON Stock  Common Stock  TOMMON STOCK		TOTAL SYS SVCS INC	Common Stock	12,056
TRAVELERS COMPANIES, INC  TRIQUINT SEMICONDUCTOR INC  Common Stock  11,847  TRW AUTOMOTIVE HLDGS CORP  Common Stock  TUPPERWARE BRANDS CORPORATION  TUTOR PERINI CORP  Common Stock  TYSON FOODS INC CL A DEL  UGI CORP NEW COM  UNION PACIFIC CORP  Common Stock  UNIT CORP  Common Stock  Common Stock  Common Stock  138,191  UNISYS CORPORATION  Common Stock  TYSON FOODS INC CL A DEL  Common Stock  Common Stock  138,191  UNISYS CORPORATION  Common Stock  TYSON FOODS INC CL A DEL  Common Stock  138,191  UNITED CONTINENTAL HOLDINGS, INC.  Common Stock  TYPE  Common Stock  TYPE  TOTAL HOLDINGS, INC.  Common Stock  TYPE  TOTAL HOLDINGS, INC.  Common Stock  TOTAL HOLDINGS, INC.  Common Stock  TOTAL HOLDINGS, INC.  TOTAL HOLDINGS		TOWERS WATSON & CO CL A	Common Stock	22,974
TRIQUINT SEMICONDUCTOR INC  TRW AUTOMOTIVE HLDGS CORP  Common Stock  TUPPERWARE BRANDS CORPORATION  TUTOR PERINI CORP  Common Stock  TWENTY FIRST CENTURY FOX INC  TYSON FOODS INC CL A DEL  UGI CORP NEW COM  UNION PACIFIC CORP  Common Stock  UNIT CORP  Common Stock  TOMMON Stock  Common Stock  TOMMON STOCK  TO		TRAVELCENTERS OF AMERICA LLC	Common Stock	9,288
TRW AUTOMOTIVE HLDGS CORP  TUPPERWARE BRANDS CORPORATION  TUTOR PERINI CORP  Common Stock  TWENTY FIRST CENTURY FOX INC  Common Stock  TYSON FOODS INC CL A DEL  UGI CORP NEW COM  UNION PACIFIC CORP  UNISYS CORPORATION  UNIT CORP  Common Stock  UNIT CORP  Common Stock  Common Stock  T,775  UNITED CONTINENTAL HOLDINGS, INC.  Common Stock  UNITED PARCEL SERVICE-CL B  Common Stock  Common Stock  T,775		TRAVELERS COMPANIES, INC	Common Stock	132,736
TUPPERWARE BRANDS CORPORATION  TUTOR PERINI CORP  Common Stock  TWENTY FIRST CENTURY FOX INC  Common Stock  TYSON FOODS INC CL A DEL  UGI CORP NEW COM  UNION PACIFIC CORP  Common Stock  UNISYS CORPORATION  Common Stock  UNIT CORP  Common Stock  T,775  UNITED CONTINENTAL HOLDINGS, INC.  UNITED ONLINE INC  Common Stock  Common Stock  T,775		TRIQUINT SEMICONDUCTOR INC	Common Stock	11,847
TUTOR PERINI CORP  TWENTY FIRST CENTURY FOX INC  Common Stock  TYSON FOODS INC CL A DEL  UGI CORP NEW COM  UNION PACIFIC CORP  UNISYS CORPORATION  UNIT CORP  Common Stock  Common Stock  T,7016  Common Stock  Common Stock  138,191  Common Stock  30,453  UNIT CORP  Common Stock  T,775  UNITED CONTINENTAL HOLDINGS, INC.  Common Stock  UNITED ONLINE INC  Common Stock  T,775		TRW AUTOMOTIVE HLDGS CORP	Common Stock	39,289
TWENTY FIRST CENTURY FOX INC  TYSON FOODS INC CL A DEL  UGI CORP NEW COM  UNION PACIFIC CORP  Common Stock  UNISYS CORPORATION  Common Stock  UNIT CORP  Common Stock  Common Stock  T,775  UNITED CONTINENTAL HOLDINGS, INC.  UNITED ONLINE INC  UNITED PARCEL SERVICE-CL B  Common Stock  Common Stock  T,775		TUPPERWARE BRANDS CORPORATION	Common Stock	7,371
TYSON FOODS INC CL A DEL  UGI CORP NEW COM  Common Stock  UNION PACIFIC CORP  Common Stock  UNISYS CORPORATION  Common Stock  UNIT CORP  Common Stock  Common Stock  7,016  24,383  UNION PACIFIC CORP  Common Stock  30,453  UNIT CORP  Common Stock  7,775  UNITED CONTINENTAL HOLDINGS, INC.  Common Stock  UNITED ONLINE INC  Common Stock  11,189  UNITED PARCEL SERVICE-CL B  Common Stock  72,149		TUTOR PERINI CORP	Common Stock	14,538
UGI CORP NEW COMCommon Stock24,383UNION PACIFIC CORPCommon Stock138,191UNISYS CORPORATIONCommon Stock30,453UNIT CORPCommon Stock7,775UNITED CONTINENTAL HOLDINGS, INC.Common Stock38,930UNITED ONLINE INCCommon Stock11,189UNITED PARCEL SERVICE-CL BCommon Stock72,149		TWENTY FIRST CENTURY FOX INC	Common Stock	38,367
UNION PACIFIC CORPCommon Stock138,191UNISYS CORPORATIONCommon Stock30,453UNIT CORPCommon Stock7,775UNITED CONTINENTAL HOLDINGS, INC.Common Stock38,930UNITED ONLINE INCCommon Stock11,189UNITED PARCEL SERVICE-CL BCommon Stock72,149		TYSON FOODS INC CL A DEL	Common Stock	7,016
UNISYS CORPORATIONCommon Stock30,453UNIT CORPCommon Stock7,775UNITED CONTINENTAL HOLDINGS, INC.Common Stock38,930UNITED ONLINE INCCommon Stock11,189UNITED PARCEL SERVICE-CL BCommon Stock72,149		UGI CORP NEW COM	Common Stock	24,383
UNIT CORPCommon Stock7,775UNITED CONTINENTAL HOLDINGS, INC.Common Stock38,930UNITED ONLINE INCCommon Stock11,189UNITED PARCEL SERVICE-CL BCommon Stock72,149		UNION PACIFIC CORP	Common Stock	138,191
UNITED CONTINENTAL HOLDINGS, INC.Common Stock38,930UNITED ONLINE INCCommon Stock11,189UNITED PARCEL SERVICE-CL BCommon Stock72,149		UNISYS CORPORATION	Common Stock	30,453
UNITED ONLINE INC Common Stock 11,189 UNITED PARCEL SERVICE-CL B Common Stock 72,149		UNIT CORP	Common Stock	7,775
UNITED PARCEL SERVICE-CL B Common Stock 72,149		UNITED CONTINENTAL HOLDINGS, INC.	Common Stock	38,930
•		UNITED ONLINE INC	Common Stock	11,189
UNITED RENTAL INC COM Common Stock 12,037		UNITED PARCEL SERVICE-CL B	Common Stock	72,149
		UNITED RENTAL INC COM	Common Stock	12,037

UNITED STATES CELLULAR CORP	Common Stock	6,134
UNITED STS STL CORP NEW	Common Stock	35,324
UNITED TECHNOLOGIES CORP	Common Stock	155,250
UNITEDHEALTH GROUP INC	Common Stock	233,012
UNIVERSAL CORP	Common Stock	7,960
UNIVERSAL HEALTH SVCS INC CL B	Common Stock	17,468
UNUM GROUP	Common Stock	41,542
US BANCORP DEL NEW	Common Stock	47,287
V F CORP	Common Stock	25,166
VAALCO ENERGY INC	Common Stock	5,034
VALERO ENERGY CORP	Common Stock	70,389
VECTREN CORP	Common Stock	18,908
VERIZON COMMUNICATIONS	Common Stock	339,108
VIACOM INC NEW	Common Stock	33,035

(a)	(b)	(c)	(d)
		Description of Investment	
	Identity of Issue,	Including Maturity Date,	
	Borrower, Lessor or	Rate of Interest, Collateral,	Current
	Similar Party	Par, or Maturity Value	Value
	VISA INC-CLASS A SHRS	Common Stock	42,476
	VISHAY INTERTECHNOLOGY INC	Common Stock	27,890
	VISTEON CORP/NEW	Common Stock	30,562
	VONAGE HOLDINGS CORP	Common Stock	11,300
	VOYA FINANCIAL INC	Common Stock	10,807
	WAL MART STORES INC	Common Stock	276,705
	WALGREENS BOOTS ALLIANCE INC	Common Stock	160,706
	WALT DISNEY CO	Common Stock	87,408
	WASHINGTON FEDERAL INC	Common Stock	9,525
	WASTE MANAGEMENT INC	Common Stock	79,546
	WEBMD HEALTH CORP	Common Stock	17,046
	WEIGHT WATCHERS INTL INC	Common Stock	6,086
	WELLCARE HEALTH PLANS, INC	Common Stock	30,444
	WELLS FARGO & CO	Common Stock	406,326
	WENDY S CO/THE	Common Stock	12,362
*	WESCO INTL INC	Common Stock	6,554
	WESTAR ENERGY INC	Common Stock	14,434
	WESTERN DIGITAL CORP	Common Stock	53,025
	WESTERN UNION CO/THE	Common Stock	39,008
	WEYERHAEUSER CO	Common Stock	70,703
	WGL HOLDINGS INC	Common Stock	15,949
	WHIRLPOOL CORP	Common Stock	33,711
	WHITING PETE CORP NEW	Common Stock	6,633
	WILEY JOHN & SONS INC	Common Stock	9,952
	WILLIAMS COS INC	Common Stock	14,561
	WILLIAMS SONOMA INC	Common Stock	9,006
	WINDSTREAM HOLDINGS INC	Common Stock	58,232
	WISCONSIN ENERGY CORP COM	Common Stock	16,666
	WPX ENERGY INC	Common Stock	37,646
	WYNDHAM WORLDWIDE CORP	Common Stock	20,411
	WYNN RESORTS LTD	Common Stock	51,620
	XCEL ENERGY INC	Common Stock	40,338
	XEROX CORP	Common Stock	68,732
	XILINX INC	Common Stock	13,290
	YAHOO INC COM	Common Stock	8,587
	YUM BRANDS INC	Common Stock	32,710
	ZIMMER HOLDINGS INC	Common Stock	17,013
	ZIONS BANCORP	Common Stock	11,204

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ZYNGA INC	Common Stock	7,094
ACCENTURE PLC	Common Stock	70,823
ACE LIMITED	Common Stock	44,114
AMDOCS LIMITED COM	Common Stock	22,581
BUNGE LIMITED	Common Stock	30,728
CARNIVAL CORP	Common Stock	19,764
COVIDIEN PLC	Common Stock	83,665
ENDO INTERNATIONAL PLC	Common Stock	15,794
FLEXTRONICS INTL LTD	Common Stock	45,849
FREESCALE SEMICONDUCTOR LTD	Common Stock	16,450
HERBALIFE LTD	Common Stock	12,441
INGERSOLL-RAND PLC	Common Stock	42,915
LYONDELLBASELL INDU-CL A	Common Stock	30,327
MALLINCKRODT PLC	Common Stock	27,431

WESCO Distribution, Inc.
Retirement Savings Plan
Schedule H (Form 5500), line 4(i) - Schedule of Assets (Held at End of Year)
EIN 25-1723345, Plan Number 001
December 31, 2014

(a)	(b)	(c)	(d)
		Description of Investment	
	Identity of Issue,	Including Maturity Date,	
	Borrower, Lessor or	Rate of Interest, Collateral,	Current
	Similar Party	Par, or Maturity Value	Value
	MCDERMOTT INTL INC	Common Stock	9,117
	ROYAL CARRIBEAN CRUISE	Common Stock	21,679
	SCHLUMBERGER LTD	Common Stock	141,012
	THOMPSON CREEK METALS CO INC	Common Stock	4,878
	TYCO INTERNATIONAL PLC	Common Stock	43,992
	ULTRA PETROLEUM CORP	Common Stock	2,764
	XL GROUP PLC	Common Stock	20,656
	RAFI Enhanced Large Company		
	Fund Total		35,278,719
*	Participant Loans	4.25% - 9.25% with maturity dates through 2027	13,716,227
	Participant Loans Total		13,716,227
	Total Investments at Fair Value		\$598,905,483

<sup>\*</sup> Denotes a party-in-interest to the Plan.

(a)	(b)	(c)	(d)
		Description of Investment	
	Identity of Issue,	Including Maturity Date,	
	Borrower, Lessor or	Rate of Interest, Collateral,	Current
	Similar Party	Par, or Maturity Value	Value
	AMCAP FUND	AMCAP Fund (Class R-5)	\$56,161,534
	AMERICAN FUNDS	American Balanced Fund (Class R-5)	92,932,476
	BARON FUNDS	Baron Small Cap Instl Fund	10,331,648
	COLUMBIA MUTUAL FUNDS	Columbia Acorn Fund (Class Z)	56,667,904
	DIAMOND HILL FUNDS	Diamond Hill Small Cap Fund	6,944,629
	JPMORGAN	JPMorgan Mid Cap Value Instl Fund	30,434,097
	THORNBURG INTERNATIONAL	Thornburg International Value Fund	31,047,620
	MFS FAMILY OF FUNDS	MFS Value Fund (Class R-4)	24,311,357
	NEUBERGER BERMAN	Neuberger Berman Real Estate Fund	555,078
	NATIXIS FUNDS	Loomis Sayles Investment Grade Bond Fund	26,344,280
	FRANKLIN TEMPLETON INVESTMENTS	Templeton Global Bond Fund	5,251,060
	MANNING & NAPIER TARGET FUNDS	Manning & Napier Target Income	2,926,034
	MANNING & NAPIER TARGET FUNDS	Manning & Napier Target 2015	2,452,991
	MANNING & NAPIER TARGET FUNDS	Manning & Napier Target 2020	7,562,110
	MANNING & NAPIER TARGET FUNDS	Manning & Napier Target 2025	7,196,789
	MANNING & NAPIER TARGET FUNDS	Manning & Napier Target 2030	4,614,312
	MANNING & NAPIER TARGET FUNDS	Manning & Napier Target 2035	5,363,808
	MANNING & NAPIER TARGET FUNDS	Manning & Napier Target 2040	1,983,751
	MANNING & NAPIER TARGET FUNDS	Manning & Napier Target 2045	889,121
	MANNING & NAPIER TARGET FUNDS	Manning & Napier Target 2050	667,278
	MANNING & NAPIER TARGET FUNDS	Manning & Napier Target 2055	161,462
	Registered Investment Companies Total		374,799,339
*	WESCO INTERNATIONAL INC	WESCO International Pooled Stock Fund	24,023,661
	Wells Fargo	Cash and Cash Equivalents	1,331,171
	Various	Common Stock	4,716,571
	Various	Mutual Funds	2,693,242
	Stock Funds and Self-Directed Accounts Total		32,764,645
	Institutional Enhanced Index Fixed		
	Prudential Income Fund	Common Collective Trust	136,902,354
	Stable Value Fund Total		136,902,354
	CASH	Cash and Cash Equivalents	235,459
	DIVIDEND INCOME ACCRUAL	Cash and Cash Equivalents	42,636
	3M CO	Common Stock	172,928
	ABBOTT LABORATORIES	Common Stock	155,658
	ABBVIE INC. COM	Common Stock	29,732

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ABERCROMBIE & FITCH CO	Common Stock	22,017
ACCENTURE PLC	Common Stock	52,867
ACE LTD	Common Stock	65,327
ADVANCE AUTO PARTS INC	Common Stock	17,930
ADVANCED MICRO DEVICES INC	Common Stock	36,173
AECOM TECHNOLOGY CORP	Common Stock	9,270
AEROPOSTALE INC	Common Stock	6,872
AES CORP/THE	Common Stock	43,153
AETNA INC	Common Stock	112,350
AFLAC INC	Common Stock	58,650
AGCO CORP	Common Stock	17,875
AGILENT TECHNOLOGIES INC	Common Stock	22,075
AGL RESOURCES INC	Common Stock	9,588

WESCO Distribution, Inc. Retirement Savings Plan Schedule H (Form 5500), line 4(i) - Schedule of Assets (Held at End EIN 25-1723345, Plan Number 001 December 31, 2013 (a) (b) (c) (d) Description of Investment Including Maturity Date, Identity of Issue, Borrower, Lessor or Rate of Interest, Collateral, Current Similar Party Par, or Maturity Value Value AIR PRODUCTS & CHEMICALS INC Common Stock 39,235 AIRGAS INC Common Stock 10,961 ALASKA AIR GROUP INC Common Stock 14,381 **ALCOA INC** Common Stock 81,298 **ALERE INC** Common Stock 24,254 ALLEGHENY TECHNOLOGIES INC Common Stock 12,328 ALLEGION PLC W/I Common Stock 10,120 ALLIANT ENERGY CORP Common Stock 18,421 ALLIANT TECHSYSTEMS INC Common Stock 40,398 ALLSTATE CORP/THE Common Stock 106,626 ALPHA NATURAL RESOURCES INC CO Common Stock 8,261 ALTERA CORP 4,682 Common Stock ALTRIA GROUP INC Common Stock 161,852 Common Stock 42,272 AMAZON.COM INC **AMDOCS LTD** Common Stock 19,960 **AMEDISYS INC** Common Stock 19,604 AMEREN CORP Common Stock 39,342 AMERICAN AIRLINES GROUP INC Common Stock 35,047 AMERICAN EAGLE OUTFITTERS INC Common Stock 6,149 AMERICAN ELECTRIC POWER CO INC Common Stock 59,687 AMERICAN EQUITY INVESTMENT LIF Common Stock 28,227 107 424 8 9

AMERICAN EXPRESS CO	Common Stock	107,424
AMERICAN FINANCIAL GROUP INC/O	Common Stock	31,688
AMERICAN INTERNATIONAL GROUP I	Common Stock	33,029
AMERICAN WATER WORKS CO INC	Common Stock	9,382
AMERIPRISE FINANCIAL INC	Common Stock	56,490
AMERISOURCEBERGEN CORP	Common Stock	33,538
AMGEN INC	Common Stock	88,754
AMKOR TECHNOLOGY INC	Common Stock	17,783
AMSURG CORP	Common Stock	18,047
ANADARKO PETROLEUM CORP	Common Stock	52,827
ANALOG DEVICES INC	Common Stock	15,075
ANIXTER INTERNATIONAL INC	Common Stock	22,909
ANN INC	Common Stock	12,796
ANNALY MTG MGMT INC COM REIT	Common Stock	8,455
AOL INC	Common Stock	44,569
APACHE CORP	Common Stock	36,954
APARTMENT INVT & MGMT CO -A RE	Common Stock	19,821
APOLLO EDUCATION GROUP INC	Common Stock	33,139

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APPLE INC	Common Stock	274,900
APPLIED MATERIALS INC	Common Stock	98,372
ARCH COAL INC COM	Common Stock	5,131
ARCHER-DANIELS-MIDLAND CO	Common Stock	40,536
ARMSTRONG WORLD INDUSTRIES INC	Common Stock	10,946
ARRIS GROUP INC	Common Stock	9,809
ARROW ELECTRONICS INC	Common Stock	43,346
ARTHUR J GALLAGHER & CO	Common Stock	12,953
ASHFORD HOSPITALITY PRIME IN	Common Stock	2,093
ASHFORD HOSPITALITY TRUST REIT	Common Stock	4,786
ASHLAND INC	Common Stock	16,497
ASSURANT INC	Common Stock	41,879
ASTORIA FINANCIAL CORP	Common Stock	14,314
AT&T INC	Common Stock	607,530

WESCO Distribution, Inc. Retirement Savings Plan Schedule H (Form 5500), line 4(i) - Schedule of Assets (Held at End EIN 25-1723345, Plan Number 001 December 31, 2013 (a) (b) (c) (d) Description of Investment Including Maturity Date, Identity of Issue, Borrower, Lessor or Rate of Interest, Collateral, Current Par, or Maturity Value Value Similar Party ATLAS AIR WORLDWIDE HOLDINGS I Common Stock 4,691 5,857 ATMEL CORP Common Stock ATMOS ENERGY CORP Common Stock 16,760 **AUTODESK INC** 9,158 Common Stock AUTOMATIC DATA PROCESSING INC 80,718 Common Stock **AUTOZONE INC** 4,301 Common Stock **AVERY DENNISON CORP** Common Stock 24,292 AVIS BUDGET GROUP INC 74,009 Common Stock **AVISTA CORP** Common Stock 10,684 **AVNET INC** 32,156 Common Stock AVON PRODUCTS INC Common Stock 41,982 BABCOCK & WILCOX CO COM Common Stock 16,103 **BAKER HUGHES INC** Common Stock 33,598 **BANCORPSOUTH INC** Common Stock 18,328 BANK OF AMERICA CORP Common Stock 666,739 BANK OF HAWAII CORP Common Stock 8,339 BANK OF NEW YORK MELLON CORP/T Common Stock 104,471 8,551 **BARNES & NOBLE INC** Common Stock **BAXTER INTERNATIONAL INC** Common Stock 79,635 **BB&T CORP** 46,426 Common Stock BECTON DICKINSON AND CO 53,809 Common Stock BED BATH & BEYOND INC Common Stock 20,637 14,705 BEMIS CO INC Common Stock BENCHMARK ELECTRONICS INC Common Stock 13,271 BERKSHIRE HATHAWAY INC Common Stock 236,053 **BEST BUY CO INC** 137,785 Common Stock **BIG LOTS INC** 15,951 Common Stock **BILL BARRETT CORP** 16,443 Common Stock **BIO-RAD LABORATORIES INC** 5,192 Common Stock **BIOGEN IDEC INC** 6,710 Common Stock BLACKROCK INC Common Stock 56,015 **BOB EVANS FARMS INC/DE** 22,816 Common Stock **BOEING CO/THE** Common Stock 170,067 BOOZ ALLEN HAMILTON HOLDING CO 6,568 Common Stock **BOSTON SCIENTIFIC CORP** Common Stock 180,264 **BOYD GAMING CORP** Common Stock 12,915 **BRIGGS & STRATTON CORP** 11,489 Common Stock

Common Stock

Common Stock

**BRINK'S CO/THE** 

**BRINKER INTERNATIONAL INC** 

11,949

21,455

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BRISTOL-MYERS SQUIBB CO	Common Stock	181,029
BROADCOM CORP	Common Stock	5,366
BROADRIDGE FINANCIAL SOLUTIONS	Common Stock	7,311
BROCADE COMMUNICATIONS SYSTEMS	Common Stock	23,873
BROWN SHOE CO INC	Common Stock	16,040
BUNGE LTD	Common Stock	30,791
CA INC	Common Stock	33,280
CABLEVISION SYSTEMS CORP	Common Stock	24,941
CACI INTERNATIONAL INC	Common Stock	26,066
CAESARS ENTERTAINMENT IPO	Common Stock	71,685
CALPINE CORP	Common Stock	14,008
CAMERON INTERNATIONAL CORP	Common Stock	14,109
CAMPBELL SOUP CO	Common Stock	26,401
CAPITAL ONE FINANCIAL CORP	Common Stock	94,920

WESCO Distribution, Inc. Retirement Savings Plan Schedule H (Form 5500), line 4(i) - Schedule of Assets (Held at End EIN 25-1723345, Plan Number 001 December 31, 2013 (a) (b) (c) (d) **Description of Investment** Including Maturity Date, Identity of Issue, Borrower, Lessor or Rate of Interest, Collateral, Current Similar Party Par, or Maturity Value Value CARDINAL HEALTH INC Common Stock 44,896 21,113 CAREER EDUCATION CORP Common Stock 35,918 **CAREFUSION CORP** Common Stock **CARNIVAL CORP** Common Stock 8,235 CATERPILLAR INC 74,010 Common Stock **CBS CORP** Common Stock 84,774 **CELGENE CORP** Common Stock 6,083 CENTENE CORP 8,784 Common Stock CENTERPOINT ENERGY INC Common Stock 29,068 CENTURYLINK INC Common Stock 28,474 CF INDUSTRIES HOLDINGS INC Common Stock 5,593 CHARLES RIVER LABORATORIES INT Common Stock 5,463 CHARLES SCHWAB CORP/THE Common Stock 75,764 CHARTER COMMUNICATIONS INC 78,500 Common Stock CHECKPOINT SYSTEMS INC Common Stock 12,111 CHEESECAKE FACTORY INC/THE Common Stock 11,295 CHEMTURA CORP NEW Common Stock 10,582 CHESAPEAKE ENERGY CORP 97,026 Common Stock CHEVRON CORP Common Stock 663,022 CHILDRENS PLACE RETAIL STORES 7,634 Common Stock CHIQUITA BRANDS INTERNATIONAL Common Stock 13,081 CHUBB CORP/THE 77,014 Common Stock 56,075 CIGNA CORP Common Stock CIMAREX ENERGY CO 4,931 Common Stock CINCINNATI BELL INC Common Stock 10,132 CINCINNATI FINANCIAL CORP 25,923 Common Stock 12,599 CINEMARK HOLDINGS INC Common Stock **CINTAS CORP** Common Stock 9,117 CISCO SYSTEMS INC Common Stock 155,059 CIT GROUP INC 7,090 Common Stock CITIGROUP INC Common Stock 340,643 CITY NATIONAL CORP/CA Common Stock 9,665 10,710 **CLOUD PEAK ENERGY INC** Common Stock 9,729 **CME GROUP INC** Common Stock

Common Stock

Common Stock

Common Stock

Common Stock

Common Stock

CMS ENERGY CORP

COCA-COLA CO/THE

COEUR MINING INC

CNO FINANCIAL GROUP INC

**COCA-COLA ENTERPRISES INC** 

13,760

47,763 234,393

46,910

4,188

COLGATE-PALMOLIVE CO	Common Stock	72,253
COMCAST CORP	Common Stock	130,016
COMERICA INC	Common Stock	14,167
COMMERCE BANCSHARES INC/MO	Common Stock	12,889
COMMERCIAL METALS CO	Common Stock	14,821
COMMONWEALTH REIT	Common Stock	4,709
COMMUNITY HEALTH SYSTEMS INC	Common Stock	119,616
COMPUTER SCIENCES CORP	Common Stock	82,423
COMPUWARE CORP	Common Stock	9,327
COMSTOCK RESOURCES INC	Common Stock	5,359
COMTECH TELECOMMUNICATIONS COR	Common Stock	12,919
CON-WAY INC	Common Stock	12,112
CONAGRA FOODS INC	Common Stock	42,428
CONMED CORP	Common Stock	13,558

WESCO Distribution, Inc. Retirement Savings Plan Schedule H (Form 5500), line 4(i) - Schedule of Assets (Held at End EIN 25-1723345, Plan Number 001 December 31, 2013 (a) (b) (c) (d) Description of Investment Including Maturity Date, Identity of Issue, Borrower, Lessor or Rate of Interest, Collateral, Current Similar Party Par, or Maturity Value Value CONOCOPHILLIPS Common Stock 360,668 CONSOLIDATED COMMUNICATIONS HO 16,548 Common Stock 39,580 CONSOLIDATED EDISON INC Common Stock CONSTELLATION BRANDS INC Common Stock 14,569 **CONVERGYS CORP** 17,956 Common Stock COOPER TIRE & RUBBER CO Common Stock 6,731 CORELOGIC INC Common Stock 42,245 **CORINTHIAN COLLEGES INC** 3,800 Common Stock 54,975 **CORNING INC** Common Stock COSTCO WHOLESALE CORP Common Stock 60,938 **COVANCE INC** Common Stock 7,925 **COVIDIEN PLC** 49,713 Common Stock CRACKER BARREL OLD COUNTRY STO Common Stock 9.026 **CROWN HOLDINGS INC** 10,741 Common Stock CSX CORP Common Stock 46,262 **CULLEN/FROST BANKERS INC** Common Stock 11,760 **CUMMINS INC** Common Stock 17,198 CVS CAREMARK CORP Common Stock 121,240 DANA HOLDING CORP Common Stock 8,280 DARDEN RESTAURANTS INC 22,129 Common Stock DAVITA HEALTHCARE PARTNERS INC 5,450 Common Stock DEAN FOODS CO Common Stock 6,721 DECKERS OUTDOOR CORP COM Common Stock 10,473 **DEERE & CO** 34,340 Common Stock **DELTA AIR LINES INC** 35,574 Common Stock DENBURY RES INC COM NEW 8,379 Common Stock

**DEVON ENERGY CORP** 

**DEX MEDIA INC** 

DIGITAL RIVER INC

DISH NETWORK CORP

DOMINO'S PIZZA INC

**DIEBOLD INC** 

**DILLARD'S INC** 

**DOVER CORP** 

DIRECTV

DEVRY EDUCATIOH GROUP INC

DISCOVER FINANCIAL SERVICES

DOMINION RESOURCES INC/VA

DIAMOND OFFSHORE DRILLING INC

70

57,725

13,242

3,488

19,808

11,487

5,005 10,207

59,806

20,310

15,465

102,081

28,069

27,321

DOW CHEMICAL CO/THE	Common Stock	63,625
DR HORTON INC	Common Stock	4,464
DR PEPPER SNAPPLE GROUP INC	Common Stock	19,878
DTE ENERGY CO	Common Stock	62,473
DUKE ENERGY CORP	Common Stock	71,080
DUN & BRADSTREET CORP/THE	Common Stock	10,066
E*TRADE FINANCIAL CORP	Common Stock	39,948
EARTHLINK HOLDINGS CORP	Common Stock	8,577
EASTMAN CHEMICAL CO	Common Stock	17,351
EBAY INC	Common Stock	27,707
EDISON INTERNATIONAL	Common Stock	68,570
EI DU PONT DE NEMOURS & CO	Common Stock	69,063
EL PASO ELECTRIC CO	Common Stock	5,196
ELECTRONIC ARTS INC	Common Stock	46,018

WESCO Distribution, Inc. Retirement Savings Plan Schedule H (Form 5500), line 4(i) - Schedule of Assets (Held at End EIN 25-1723345, Plan Number 001 December 31, 2013 (a) (b) (c) (d) Description of Investment Including Maturity Date, Identity of Issue, Borrower, Lessor or Rate of Interest, Collateral, Current Similar Party Par, or Maturity Value Value ELI LILLY & CO Common Stock 125,052 **EMC CORP/MASSACHUSETTS** 45,823 Common Stock **EMCOR GROUP INC** Common Stock 13,793 EMERSON ELECTRIC CO Common Stock 119,867 **ENDO HEALTH SOLUTIONS** Common Stock 16,460 15,848 **ENERGEN CORP** Common Stock **ENERGIZER HOLDINGS INC** 15,478 Common Stock **ENTERGY CORP** 75,355 Common Stock EOG RESOURCES INC Common Stock 20,141 **EQUITY RESIDENTIAL SH BEN INT** Common Stock 4,513 **EURONET WORLDWIDE INC** Common Stock 13,542 **EW SCRIPPS CO** 4,235 Common Stock **EXELIS INC** Common Stock 43,400 **EXELON CORP** 77,404 Common Stock EXPEDIA INC Common Stock 12,121 **EXPRESS INC** Common Stock 3,995 **EXTERRAN HOLDINGS INC** Common Stock 40,322 954,518 EXXON MOBIL CORP Common Stock FAIRCHILD SEMICONDUCTOR INTL C Common Stock 5,353 FEDERATED INVESTORS INC 23,011 Common Stock FEDEX CORP 53,195 Common Stock 20,708 FERRO CORP Common Stock FIDELITY NATIONAL INFORMATION Common Stock 7,300 FIFTH & PACIFIC CO 14,752 Common Stock FIFTH THIRD BANCORP 42,943 Common Stock FIRST CITIZENS BANCSHARES INC/ 8,460 Common Stock FIRST HORIZON NATIONAL CORP Common Stock 10,147 FIRST SOLAR INC 29,287 Common Stock 43,501 FIRSTENERGY CORP Common Stock FIRSTMERIT CORP 9,670 Common Stock FIVE STAR QUALITY CARE INC Common Stock 11,276 FLOWERS FOODS INC 5,947 Common Stock FLOWSERVE CORP Common Stock 12,770 FLUOR CORP 20,073 Common Stock FOOT LOCKER INC Common Stock 13,468 FORD MOTOR CO Common Stock 56,566 FOREST LABORATORIES INC 54,147 Common Stock

Common Stock

Common Stock

FOREST OIL CORP

FRANKLIN RESOURCES INC

8,530

14,490

FREEPORT-MCMORAN COPPER & GOLD	Common Stock	70,498
FREESCALE SEMICONDUCTOR LTD	Common Stock	10,497
FRONTIER COMMUNICATIONS CORP	Common Stock	37,614
FTD GROUP INC COM	Common Stock	16,844
FTI CONSULTING INC	Common Stock	14,317
FULTON FINANCIAL CORP	Common Stock	4,357
GAMESTOP CORP	Common Stock	63,299
GANNETT CO INC	Common Stock	54,013
GAP INC/THE	Common Stock	23,565
GATX CORP	Common Stock	8,295
GENERAL CABLE CORP	Common Stock	12,146
GENERAL DYNAMICS CORP	Common Stock	114,564
GENERAL ELECTRIC CO	Common Stock	486,853
GENERAL MILLS INC	Common Stock	15,722

WESCO Distribution, Inc. Retirement Savings Plan Schedule H (Form 5500), line 4(i) - Schedule of Assets (Held at End EIN 25-1723345, Plan Number 001 December 31, 2013 (a) (b) (c) (d) Description of Investment Including Maturity Date, Identity of Issue, Borrower, Lessor or Rate of Interest, Collateral, Current Similar Party Par, or Maturity Value Value Common Stock GENERAL MOTORS CO 129,394 GENTIVA HEALTH SERVICES INC 12,795 Common Stock **GENUINE PARTS CO** Common Stock 32,361 GENWORTH FINANCIAL INC Common Stock 128,185 **GILEAD SCIENCES INC** 60,456 Common Stock GOLDMAN SACHS GROUP INC/THE Common Stock 157,230 GOODYEAR TIRE & RUBBER CO/THE Common Stock 63,393 **GOOGLE INC** 156,899 Common Stock **GRAHAM HOLDINGS CO** 39,136 Common Stock GREAT PLAINS ENERGY INC COM Common Stock 6,763 GT ADVANCED TECHNOLOGIES INC Common Stock 12,306 **GUESS? INC** 19,885 Common Stock **H&R BLOCK INC** Common Stock 14,201 HALLIBURTON CO 56,992 Common Stock HANESBRANDS INC Common Stock 18,973 HANGER INC Common Stock 5,429 HANOVER INSURANCE GROUP INC/TH Common Stock 13,076 HARLEY-DAVIDSON INC 17,033 Common Stock HARMAN INTERNATIONAL INDUSTRIE Common Stock 9,576 HARRIS CORP 19,058 Common Stock

HILL-ROM HOLDINGS INC	Common Stock	8,227
HILLSHIRE BRANDS CO	Common Stock	52,367
HNI CORP	Common Stock	16,192
HOLOGIC INC	Common Stock	4,984
HOME DEPOT INC/THE	Common Stock	67,848
HONEYWELL INTERNATIONAL INC	Common Stock	112,111
HOSPIRA INC	Common Stock	17,172
HUDSON CITY BANCORP INC	Common Stock	24,537
HUMANA INC	Common Stock	56,668
HUNTINGTON BANCSHARES INC/OH	Common Stock	9,853
<b>HUNTINGTON INGLASS INDUSTRIES</b>	Common Stock	23,943
HUNTSMAN CORP	Common Stock	19,385
IAC/INTERACTIVECORP	Common Stock	7,689
ILLINOIS TOOL WORKS INC	Common Stock	19,675

WESCO Distribution, Inc. Retirement Savings Plan Schedule H (Form 5500), line 4(i) - Schedule of Assets (Held at End EIN 25-1723345, Plan Number 001 December 31, 2013 (a) (b) (c) (d) Description of Investment Including Maturity Date, Identity of Issue, Borrower, Lessor or Rate of Interest, Collateral, Current Similar Party Par, or Maturity Value Value INGERSOLL-RAND PLC Common Stock 42,381 INGRAM MICRO INC 50,580 Common Stock **INSIGHT ENTERPRISES INC** Common Stock 13,444 INTEGRYS ENERGY GROUP INC Common Stock 14,908 250,544 **INTEL CORP** Common Stock INTERACTIVE BROKERS GROUP INC Common Stock 26,896 INTERNATIONAL BANCSHARES CORP 7,697 Common Stock INTERNATIONAL BUSINESS MACHINE Common Stock 339,689 INTERNATIONAL FLAVORS & FRAGRA 11,951 Common Stock INTERNATIONAL GAME TECHNOLOGY Common Stock 10,914 INTERNATIONAL PAPER CO Common Stock 35,302 INTERPUBLIC GROUP OF COS INC/T 41,365 Common Stock INTERSIL CORP Common Stock 16,679 INVACARE CORP Common Stock 8,634 INVESTMENT TECHNOLOGY GROUP IN Common Stock 11,699 ISTAR FINANCIAL INC Common Stock 11,773 ITRON INC Common Stock 9,197 ITT CORP 72,815 Common Stock ITT EDUCATIONAL SERVICES INC Common Stock 23,036 JABIL CIRCUIT INC 5,023 Common Stock JACK IN THE BOX INC 19,508 Common Stock JACOBS ENGINEERING GROUP INC Common Stock 21,606 JETBLUE AIRWAYS CORP Common Stock 16,431 JM SMUCKER CO/THE Common Stock 21,035 **JOHNSON & JOHNSON** Common Stock 633,620 JOHNSON CONTROLS INC 57,764 Common Stock

JONES GROUP INC/THE

JOY GLOBAL INC COM

KBR INC

**KEYCORP** 

**KELLOGG CO** 

**KEMPER CORP** 

KOHL'S CORP

JPMORGAN CHASE & CO

JUNIPER NETWORKS INC

KIMBERLY-CLARK CORP

KINDRED HEALTHCARE INC

KRAFT FOODS GROUP INC

KORN/FERRY INTERNATIONAL

76

12,746

494,273

35,367

12,628 38,352

13,041 43,199

50,663

42,500

43,073

12,929

21,133

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KROGER CO/THE	Common Stock	132,188
L-3 COMMUNICATIONS HOLDINGS IN	Common Stock	29,173
LABORATORY CORP OF AMERICA HOL	Common Stock	4,751
LACLEDE GROUP INC/THE	Common Stock	17,169
LAMAR ADVERTISING CO CL A	Common Stock	16,145
LEAP WIRELESS INTERNATIONAL IN	Common Stock	25,387
LEAR CORP	Common Stock	30,526
LEGG MASON INC	Common Stock	22,436
LEGGETT & PLATT INC	Common Stock	18,316
LEIDOS HOLDINGS INC	Common Stock	24,361
LENDER PROCESSING SERVICES	Common Stock	15,363
LEVEL 3 COMMUNICATIONS INC	Common Stock	10,415
LEXMARK INTERNATIONAL INC	Common Stock	31,790
LIBERTY GLOBAL PLC	Common Stock	22,962

WESCO Distribution, Inc.
Retirement Savings Plan
Schedule H (Form 5500), line 4(i) - Schedule of Assets (Held at End of Year)
EIN 25-1723345, Plan Number 001
December 31, 2013
(a) (b) (c)

-	zember 51, 2015		
)	(b)	(c)	(d)
		Description of Investment	
	Identity of Issue,	Including Maturity Date,	
	Borrower, Lessor or	Rate of Interest, Collateral,	Current
	Similar Party	Par, or Maturity Value	Value
	LIBERTY INTERACTIVE CORP	Common Stock	51,069
	LIFE TECHNOLOGIES CORP	Common Stock	16,524
	LIFEPOINT HOSPITALS INC COM	Common Stock	23,408
	LINCOLN NATIONAL CORP	Common Stock	102,930
	LINEAR TECHNOLOGY CORP	Common Stock	5,830
	LIVE NATION ENTERTAINMENT INC	Common Stock	5,157
	LOCKHEED MARTIN CORP	Common Stock	111,049
	LOEWS CORP	Common Stock	29,040
	LORILLARD INC	Common Stock	66,239
	LOWE'S COS INC	Common Stock	106,731
	LSI CORP	Common Stock	18,462
	M&T BANK CORP	Common Stock	9,546
	MACY'S INC	Common Stock	55,536
	MAGELLAN HEALTH SERVICES INC	Common Stock	14,618
	MANITOWOC CO INC/THE	Common Stock	6,273
	MANPOWER INC	Common Stock	69,117
	MARATHON OIL CORP	Common Stock	167,534
	MARATHON PETROLEUM CORP	Common Stock	74,485
	MARKEL CORP	Common Stock	4,062
	MARSH & MCLENNAN COS INC	Common Stock	4,062
	MASCO CORP	Common Stock	40,371
	MATTEL INC	Common Stock	37,160
	MAXIM INTEGRATED PRODUCTS INC	Common Stock	19,391
	MCDERMOTT INTERNATIONAL INC	Common Stock	12,714
	MCDONALD'S CORP	Common Stock	148,553
	MCGRAW HILL FINANCIAL INC	Common Stock	40,586
	MCKESSON CORP	Common Stock	78,602
	MDU RESOURCES GROUP INC	Common Stock	22,210
	MEADWESTVACO CORP	Common Stock	25,814
	MEDTRONIC INC	Common Stock	126,832
	MEN'S WEARHOUSE INC/THE	Common Stock	8,735
	MERCK & CO INC	Common Stock	148,498
	MERCURY GENERAL CORP	Common Stock	4,374
	MEREDITH CORP	Common Stock	16,162
	METLIFE INC	Common Stock	158,417
	MGIC INVESTMENT CORP	Common Stock	6,077
	MGM RESORTS INTERNATIONAL	Common Stock	17,311
	MICROCHIP TECHNOLOGY INC	Common Stock	21,256
	MICRON TECHNOLOGY INC	Common Stock	148,966

Common Stock	501,144
Common Stock	9,591
Common Stock	14,880
Common Stock	165,169
Common Stock	71,911
Common Stock	11,700
Common Stock	119,983
Common Stock	67,770
Common Stock	35,295
Common Stock	19,064
Common Stock	20,920
Common Stock	31,892
Common Stock	32,271
Common Stock	13,965
	Common Stock

WESCO Distribution, Inc. Retirement Savings Plan Schedule H (Form 5500), line 4(i) - Schedule of Assets (Held at End EIN 25-1723345, Plan Number 001 December 31, 2013 (a) (b) (c) (d) Description of Investment Including Maturity Date, Identity of Issue, Borrower, Lessor or Rate of Interest, Collateral, Current Similar Party Par, or Maturity Value Value **NETAPP INC** Common Stock 18,719 NEW JERSEY RESOURCES CORP 5,410 Common Stock NEW YORK COMMUNITY BANCORP INC Common Stock 3,859 NEW YORK TIMES CO/THE Common Stock 26,138 22,168 NEWELL RUBBERMAID INC Common Stock NEWFIELD EXPLORATION CO Common Stock 18,522 22,339 NEWMONT MINING CORP Common Stock 65,242 **NEXTERA ENERGY INC** Common Stock 6,394 NII HOLDINGS INC Common Stock **NIKE INC** Common Stock 52,453 NISOURCE INC Common Stock 34,162 **NOBLE ENERGY INC** 18,390 Common Stock NORDSTROM INC Common Stock 14,461 47,343 NORFOLK SOUTHERN CORP Common Stock NORTHEAST UTILITIES Common Stock 9,453 NORTHERN TRUST CORP Common Stock 22,776 NORTHROP GRUMMAN CORP Common Stock 128,363 NORTHWEST BANCSHARES INC 8,439 Common Stock NORTHWEST NATURAL GAS CO Common Stock 9,635 NORTHWESTERN CORP 10,094 Common Stock 76,539 NRG ENERGY INC Common Stock 22,313 **NUCOR CORP** Common Stock **NVR INC** Common Stock 12,312 OCCIDENTAL PETROLEUM CORP 147,976 Common Stock OFFICE DEPOT INC 101,240 Common Stock OGE ENERGY CORP 9,085 Common Stock OLD REPUBLIC INTERNATIONAL COR Common Stock 14,006 OM GROUP INC Common Stock 17,149 **OMNICARE INC** Common Stock 22,212 OMNICOM GROUP INC 82,625 Common Stock OMNIVISION TECHNOLOGIES INC 5,934 Common Stock ON SEMICONDUCTOR CORP 5,092 Common Stock **ORACLE CORP** Common Stock 137,162 ORBITAL SCIENCES CORP 4,916 Common Stock 21,563 OSHKOSH CORP Common Stock

Common Stock

Common Stock

Common Stock

Common Stock

**OWENS & MINOR INC** 

**OWENS-ILLINOIS INC** 

**OWENS CORNING** 

PACCAR INC

4,862

12,053

35,029 20,236

PACKAGING CORP OF AMERICA	Common Stock	13,415
PANTRY INC/THE	Common Stock	12,585
PARKER DRILLING CO	Common Stock	5,577
PARKER HANNIFIN CORP	Common Stock	26,371
PATTERSON UTI ENERGY INC COM	Common Stock	19,977
PAYCHEX INC	Common Stock	32,326
PEABODY ENERGY CORP	Common Stock	6,406
PEOPLE'S UNITED FINANCIAL INC	Common Stock	11,083
PEPCO HOLDINGS INC	Common Stock	23,358
PEPSICO INC/NC	Common Stock	221,284
PFIZER INC	Common Stock	304,769
PG&E CORP	Common Stock	58,043
PHH CORP	Common Stock	32,191
PHILIP MORRIS INTERNATIONAL IN	Common Stock	181,840

WESCO Distribution, Inc. Retirement Savings Plan Schedule H (Form 5500), line 4(i) - Schedule of Assets (Held at End EIN 25-1723345, Plan Number 001 December 31, 2013 (a) (b) (c) (d) Description of Investment Including Maturity Date, Identity of Issue, Borrower, Lessor or Rate of Interest, Collateral, Current Similar Party Par, or Maturity Value Value PHILLIPS 66 COM Common Stock 118,549 PIEDMONT NATURAL GAS CO INC 10,976 Common Stock PINNACLE WEST CAPITAL CORP 14,024 Common Stock PITNEY BOWES INC Common Stock 83,950 PLUM CREEK TIMBER CO INC COM R 25,813 Common Stock PNC FINANCIAL SERVICES GROUP I Common Stock 71,141 PNM RESOURCES INC 9,262 Common Stock POLYCOM INC 3,751 Common Stock PORTLAND GENERAL ELECTRIC CO Common Stock 10,751 POST HOLDINGS INC Common Stock 16,210 PPG INDUSTRIES INC Common Stock 54,053 PPL CORP 8,305 Common Stock PRAXAIR INC Common Stock 36,408 21,541 PRIMERICA INC Common Stock PRINCIPAL FINANCIAL GROUP INC Common Stock 55,770 PROASSURANCE CORP Common Stock 3,345 PROCTER & GAMBLE CO/THE Common Stock 442,382 PROGRESS SOFTWARE CORP 7.439 Common Stock PROGRESSIVE CORP/THE Common Stock 50,668 PROTECTIVE LIFE CORP 29,484 Common Stock PROVIDENT FINANCIAL SERVICES I 6,936 Common Stock PRUDENTIAL FINANCIAL INC Common Stock 169,039 PUBLIC SERVICE ENTERPRISE GROU Common Stock 65,458

RADIOSHACK CORP Common Stock 20,400 RAYMOND JAMES FINANCIAL INC 17,379 Common Stock 92,242 RAYTHEON CO Common Stock REGAL ENTERTAINMENT GROUP Common Stock 10,659 40,292 **REGIONS FINANCIAL CORP** Common Stock 6,617 **REGIS CORP** Common Stock REINSURANCE GROUP OF AMERICA I Common Stock 22,604 RELIANCE STEEL & ALUMINUM CO 8,418 Common Stock Common Stock **RENT-A-CENTER INC/TX** 16,103 REPUBLIC AIRWAYS HOLDINGS INC 11,481 Common Stock

**QEP RESOURCES INC** 

**QUALCOMM INC** 

**OUESTAR CORP** 

**QUIKSILVER INC** 

OUAD / GRAPHICS INC COM CL A

**OUEST DIAGNOSTICS INC/DE** 

11,770

16,992

86,724

14,295

17,955

REYNOLDS AMERICAN INC	Common Stock	50,190
RITE AID CORP COM	Common Stock	146,836
RLI CORP	Common Stock	9,933
ROBERT HALF INTERNATIONAL INC	Common Stock	9,700
ROCKWELL AUTOMATION INC	Common Stock	17,015
ROCKWELL COLLINS INC	Common Stock	13,601
ROCKWOOD HOLDINGS INC	Common Stock	8,271
ROWAN COS PLC	Common Stock	5,870
RPM INTERNATIONAL INC	Common Stock	11,955
RR DONNELLEY & SONS CO	Common Stock	73,758
RUBY TUESDAY INC	Common Stock	6,202
RYDER SYSTEM INC	Common Stock	37,038
SABRA HEALTH CARE REIT INC	Common Stock	10,168
SAFEWAY INC	Common Stock	119,336

WESCO Distribution, Inc. Retirement Savings Plan Schedule H (Form 5500), line 4(i) - Schedule of Assets (Held at End EIN 25-1723345, Plan Number 001 December 31, 2013 (a) (b) (c) (d) **Description of Investment** Including Maturity Date, Identity of Issue, Borrower, Lessor or Rate of Interest, Collateral, Current Similar Party Par, or Maturity Value Value SANMINA CORP Common Stock 24.816 7,978 SCANA CORP Common Stock SCHLUMBERGER LTD Common Stock 108,312 SCHOLASTIC CORP Common Stock 8.673 SCOTTS MIRACLE-GRO CO/THE 15,306 Common Stock SEACOR HOLDINGS INC Common Stock 10,214 SEALED AIR CORP Common Stock 22,167 SEARS HOLDINGS CORP 32,759 Common Stock SELECTIVE INSURANCE GROUP INC 8,199 Common Stock SEMPRA ENERGY Common Stock 57,895 SERVICE CORP INTERNATIONAL/US Common Stock 17,985 SHERWIN-WILLIAMS CO/THE Common Stock 16,148 SKYWEST INC Common Stock 27,688 SLM CORP COM 4,678 Common Stock **SNAP-ON INC** Common Stock 15,442 SONOCO PRODUCTS CO Common Stock 9.846 SOUTHERN CO/THE Common Stock 33,587 SOUTHERN COPPER CORP 13,580 Common Stock SOUTHWEST AIRLINES CO Common Stock 4,522 SOUTHWEST GAS CORP 16,941 Common Stock SPANSION INC COM CL A NEW 5,542 Common Stock SPECTRA ENERGY CORP Common Stock 20,161 SPECTRUM BRANDS HOLDINGS INC Common Stock 8,960 SPIRIT AEROSYSTEMS HOLDINGS IN 15,609 Common Stock SPX CORP Common Stock 22,113 ST JUDE MEDICAL INC 20,815 Common Stock STANCORP FINANCIAL GROUP INC 25,838 Common Stock STAPLES INC 57,808 Common Stock STARBUCKS CORP Common Stock 4,860 STARWOOD HOTELS & RESORTS WORL Common Stock 20,657 **STARZ** 6.257 Common Stock STATE STREET CORP 73,243 Common Stock STEEL DYNAMICS INC COM Common Stock 17,058 STEELCASE INC 22,394 Common Stock

Common Stock

Common Stock

Common Stock Common Stock

Common Stock

STERIS CORP

STRYKER CORP SUNEDISON INC

STONE ENERGY CORP

STRAYER EDUCATION INC

16,097

4,877

2,999

23,293

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SUNTRUST BANKS INC	Common Stock	67,141
SUPERVALU INC	Common Stock	98,379
SVB FINANCIAL GROUP	Common Stock	10,696
SWIFT ENERGY CO	Common Stock	8,721
SYMANTEC CORP	Common Stock	76,989
SYMETRA FINANCIAL CORP	Common Stock	30,127
SYNNEX CORP	Common Stock	11,593
SYNOPSYS INC	Common Stock	13,104
SYSCO CORP	Common Stock	64,258
T-MOBILE US INC	Common Stock	21,563
TAKE-TWO INTERACTIVE SOFTWARE	Common Stock	5,107
TARGET CORP	Common Stock	99,524
TCF FINANCIAL CORP	Common Stock	11,863
TD AMERITRADE HOLDING CORP	Common Stock	12,042

WESCO Distribution, Inc.

UNITED ONLINE INC

Retirement Savings Plan Schedule H (Form 5500), line 4(i) - Schedule of Assets (Held at End EIN 25-1723345, Plan Number 001 December 31, 2013 (a) (b) (c) (d) Description of Investment Including Maturity Date, Identity of Issue, Borrower, Lessor or Rate of Interest, Collateral, Current Similar Party Par, or Maturity Value Value TECH DATA CORP Common Stock 32,147 TECO ENERGY INC 13,982 Common Stock 27,301 TELEPHONE & DATA SYSTEMS INC Common Stock TENET HEALTHCARE CORP 93,338 Common Stock **TENNECO INC** Common Stock 13,633 TEREX CORP Common Stock 17,258 **TESORO CORP** Common Stock 38,084 TETRA TECHNOLOGIES INC 6,341 Common Stock TEXAS INSTRUMENTS INC 79,301 Common Stock **TEXTRON INC** 28,673 Common Stock THE MOSAIC CO COM Common Stock 19,381 THERMO FISHER SCIENTIFIC INC Common Stock 35,632 THOMPSON CREEK METALS CO INC Common Stock 6,368 THOR INDUSTRIES INC 12,427 Common Stock TIFFANY & CO Common Stock 14,752 TIME WARNER CABLE INC Common Stock 78,861 TIME WARNER INC Common Stock 207,487 11,179 TIMKEN CO Common Stock TJX COS INC Common Stock 19,374 TORCHMARK CORP 25,086 Common Stock TOTAL SYSTEM SERVICES INC 16,940 Common Stock TOWERS WATSON & CO-CL A Common Stock 13,016 TRAVEL CENTERS OF AMERICA Common Stock 10,821 TRAVELERS COS INC/THE Common Stock 140,065 TRUSTMARK CORP Common Stock 5,717 TRW AUTOMOTIVE HOLDINGS CORP 28,417 Common Stock TUPPERWARE BRANDS CORP Common Stock 11,060 TUTOR PERINI CORP Common Stock 19,436 TWENTY-FIRST CENTURY FOX INC Common Stock 68,687 TYCO INTERNATIONAL LTD 85,815 Common Stock TYSON FOODS INC 19,206 Common Stock **UGI CORP** 25,747 Common Stock 8,996 **UMPOUA HOLDINGS CORP** Common Stock 78,288 UNION PACIFIC CORP Common Stock **UNISYS CORP** 34,678 Common Stock **UNIT CORP** Common Stock 11,769 UNITED BANKSHARES INC/WV 7,894 Common Stock UNITED CONTINENTAL HOLDINGS IN Common Stock 23,076

Common Stock

UNITED PARCEL SERVICE INC	Common Stock	80,386
UNITED RENTALS INC	Common Stock	15,044
UNITED STATES CELLULAR CORP	Common Stock	11,626
UNITED STATES STEEL CORP	Common Stock	23,984
UNITED STATIONERS INC	Common Stock	11,931
UNITED TECHNOLOGIES CORP	Common Stock	206,888
UNITEDHEALTH GROUP INC	Common Stock	182,000
UNIVERSAL CORP/VA	Common Stock	21,622
UNIVERSAL HEALTH SERVICES INC	Common Stock	40,793
UNS ENERGY CORP	Common Stock	14,244
UNUM GROUP	Common Stock	50,726
URS CORP	Common Stock	20,984
US BANCORP	Common Stock	68,518
USA MOBILITY INC	Common Stock	10,053

WESCO Distribution, Inc. Retirement Savings Plan

WR BERKLEY CORP

Schedule H (Form 5500), line 4(i) - Schedule of Assets (Held at End EIN 25-1723345, Plan Number 001 December 31, 2013 (a) (b) (c) (d) Description of Investment Including Maturity Date, Identity of Issue, Borrower, Lessor or Rate of Interest, Collateral, Current Similar Party Par, or Maturity Value Value VALASSIS COMMUNICATIONS INC Common Stock 10.515 VALEANT PHARMACEUTICALS INTERN 6,340 Common Stock VALERO ENERGY CORP Common Stock 147,823 **VECTREN CORP** Common Stock 14,520 VERIZON COMMUNICATIONS INC Common Stock 462,014 VF CORP Common Stock 20,946 VIACOM INC NEW CL B 30,220 Common Stock VISA INC 19,596 Common Stock VISHAY INTERTECHNOLOGY INC Common Stock 26,135 VISTEON CORP COM Common Stock 31,446 VONAGE HOLDINGS CORP Common Stock 5,425 **WAL-MART STORES INC** 279,192 Common Stock **WALGREEN CO** Common Stock 125,736 WALT DISNEY CO/THE Common Stock 78,157 WASHINGTON FEDERAL INC Common Stock 10,015 WASTE MANAGEMENT INC Common Stock 64,119 WEBMD HEALTH CORP Common Stock 25,004 4,677 WEBSTER FINANCIAL CORP Common Stock WELLCARE HEALTH PLANS INC Common Stock 20,703 WELLPOINT INC 184,226 Common Stock WELLS FARGO & CO Common Stock 362,474 WENDY'S CO/THE 17,021 Common Stock WERNER ENTERPRISES INC 4,427 Common Stock WESCO INTERNATIONAL INC 7,832 Common Stock WESTAMERICA BANCORPORATION 6,775 Common Stock WESTAR ENERGY INC 11,260 Common Stock WESTERN DIGITAL CORP Common Stock 73,161 WESTERN UNION CO/THE 8,332 Common Stock WEYERHAEUSER CO REIT Common Stock 101,434 WGL HOLDINGS INC 11,698 Common Stock WHIRLPOOL CORP Common Stock 58,823 WHITE MOUNTAINS INSURANCE GROU 12,665 Common Stock WILLIAMS COS INC/THE Common Stock 34,482 15,910 **WILLIAMS-SONOMA INC** Common Stock WINDSTREAM HOLDINGS INC 31,968 Common Stock WINTRUST FINANCIAL CORP Common Stock 6.226 WISCONSIN ENERGY CORP Common Stock 13,063 WPX ENERGY INC Common Stock 49,523

Common Stock

Common Stock	17,538
Common Stock	35,540
Common Stock	31,740
Common Stock	44,481
Common Stock	14,097
Common Stock	24,198
Common Stock	28,591
Common Stock	33,949
Common Stock	22,614
Common Stock	18,731
Common Stock	18,665
Common Stock	8,542
	33,761,966
	Common Stock

WESCO Distribution, Inc.
Retirement Savings Plan
Schedule H (Form 5500), line 4(i) - Schedule of Assets (Held at End of Year)
EIN 25-1723345, Plan Number 001
December 31, 2013

(a)	(b)	(c)	(d)
		Description of Investment	
	Identity of Issue,	Including Maturity Date,	
	Borrower, Lessor or	Rate of Interest, Collateral,	Current
	Similar Party	Par, or Maturity Value	Value
*	Participant Loans	4.25% - 9.25% with maturity dates through 2027	13,158,334
	Participant Loans Total		13,158,334
	•		
	Total Investments at Fair Value		\$591,386,638

<sup>\*</sup> Denotes a party-in-interest to the Plan.

#### **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the trustees (or other persons who administer the employees benefit plan) have duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

WESCO Distribution, Inc. Retirement Saving Plan

(Name of Plan)

By: /s/ Stephen A. Van Oss

Stephen A. Van Oss

Chairman, 401K Retirement Savings Plan Administrative and Investment Committee

June 29, 2015 (Date)

### **EXHIBITS**

The following exhibits are filed or incorporated as part of this report:

Exhibit

Number Description

23 Consent of BDO USA, LLP (filed herewith)