

Annual Statement

OF THE FINANCIAL CONDITION
OF THE PLYMOUTH COUNTY RET. ASSOCIATION
TO THE PUBLIC EMPLOYEE RETIREMENT ADMINISTRATION COMMISSION
FOR THE YEAR ENDED 12/31/2013

Annual Statement for the Year Ended December 31, 2013 of the conditions and Affairs of the Plymouth County Ret. Association.

Organized Under the Laws of the Commonwealth of Massachusetts to the Public Employee Retirement Administration Commission.

Date of Certificate 10/13/1936

Effective Date 01/01/1937

ADMINISTRATION OFFICE

10 Cordage Park Circle, Suite 234
Street & Number

North Plymouth, MA 02360
City/Town, State and Zip Code

(508) 830-1803
Telephone Number

We, the undersigned, members of the Plymouth County Ret. Association certify under penalties of perjury, that that we are the official board members of said retirement system, and that on the thirty-first date of December last, all of the herein-described assets were the absolute property of said retirement system, free and clear from any liens or claims thereon, except as stated, and the following statements, with the schedules and explanations therein contained, annexed, or referred to, are a full and correct exhibit of all of the assets, liabilities, income and disbursements, changes in fund balances, and the conditions and affairs of said retirement system on the said thirty-first date of December last, and for the year ended on that date, according to the best of our information, knowledge, and belief respectively.

Board Of Retirement

Ex-Officio Member

Thomas J. O'Brien (Chairperson)
(Name)

Thomas J. O'Brien
(Signature)

Appointed Member

James Harrington
(Name)

Term Expires

James G. Harrington
(Signature)

Elected Member

Joseph F. McDonough
(Name)

Term Expires 12/31/2016

Joseph F. McDonough
(Signature)

Elected Member

John F. Sciara
(Name)

Term Expires 12/31/2015

John F. Sciara
(Signature)

Member Appointed by Other Members

John G. Duggan
(Name)

Term Expires 12/31/2014

John G. Duggan
(Signature)

Investment Managers

Investment Consultant

Wainwright Investment Counsel

One Boston Place Boston, MA 02108

Custodian

State Street Bank

Boston, MA

ANNUAL STATEMENT BALANCE TESTS

1. ASSET BALANCE (Out Of Balance **)**

Assets Previous Year	702,817,691.39
Income Current Year	202,108,746.57
Disbursements Current Year	93,805,515.16
Assets Current Year	811,013,848.13

2. ASSET DIFFERENCE

Assets Current Year	811,013,848.13
Assets Previous Year	702,817,691.39
Difference	108,196,156.74

3. INCOME DIFFERENCE

Income Current Year	202,001,671.90
Disbursements Current Year	93,805,515.16
Difference	108,196,156.74

4. FUND CHANGE DIFFERENCE

Total Fund Change Credits Current Year	214,372,410.07
Total Fund Change Debits Current Year	-106,176,253.33
Difference	108,196,156.74

Note: The difference as a result of tests 2, 3 and 4 should be the same.

Annual Statement of the Plymouth County Ret. Association for the Year Ended December 31, 2013.

ASSETS & LIABILITIES

	2013	2012	2011
1. 1040 Cash	29,199,184.82	23,602,316.59	2,092,747.35
2. 1100 Short Term Investments	7,190,345.48	5,637,177.37	6,256,515.90
3. 1180 Fixed Income Securities	96,359,551.05	96,097,091.26	86,106,641.08
4. 1170 Equities	208,232,088.00	187,866,530.98	180,479,575.52
5. 1101 Pooled Short Term Funds	0.00	0.00	0.00
6. 1172 Pooled Domestic Equity Funds	83,272,308.17	31,785,054.23	27,580,603.77
7. 1173 Pooled International Equity Funds	58,109,362.83	76,652,359.33	68,391,552.00
8. 1174 Pooled Global Equity Funds	105,690,857.56	61,084,130.09	57,671,158.54
9. 1181 Pooled Domestic Fixed Income Funds	0.00	0.00	0.00
10. 1182 Pooled International Fixed Income Funds	47,761,043.00	54,519,384.00	56,430,105.00
11. 1183 Pooled Global Fixed Income Funds	0.00	0.00	0.00
12. 1193 Pooled Alternative Investments	44,604,007.70	42,774,185.24	40,485,953.84
13. 1194 Pooled Real Estate Funds	103,898,811.95	98,857,826.80	86,615,715.94
14. 1195 Pooled Domestic Balanced Funds	0.00	0.00	0.00
15. 1196 Pooled International Balanced Funds	0.00	0.00	0.00
16. 1197 Hedge Funds	24,805,879.77	21,795,033.53	20,597,580.38
17. 1198 PRIT Cash	0.00	0.00	0.00
18. 1199 PRIT Fund	0.00	0.00	0.00
19. 1550 Interest Due and Accrued	955,274.51	910,935.01	1,025,459.89
20. 1350 Prepaid Expenses	31,675.26	31,675.26	12,555.00
21. 1398 Accounts Receivable (A)	5,627,361.56	5,351,959.76	5,106,870.84
22. 1910 Land	0.00	0.00	0.00
23. 1920 Buildings	0.00	0.00	0.00
24. 1929 Accumulated Depreciation – Buildings	0.00	0.00	0.00
25. 2020 Accounts Payable (A)	(-4,723,903.53)	(-4,147,968.06)	(-2,844,278.38)
TOTAL	811,013,848.13	702,817,691.39	636,008,756.67
FUNDS			
1. 3293 Annuity Savings Fund	233,296,887.94	225,555,247.04	217,793,800.29
2. 3294 Annuity Reserve Fund	78,998,913.66	76,746,574.68	74,300,256.16
3. 3295 Military Service Fund	13,491.03	13,477.55	13,464.09
4. 3296 Pension Fund	0.00	0.00	0.00
5. 3298 Expense Fund	0.00	0.00	0.00
6. 3297 Pension Reserve Fund	498,704,555.50	400,502,392.12	343,901,236.13
TOTAL ASSETS AT MARKET VALUE	811,013,848.13	702,817,691.39	636,008,756.67

(A) Specific details for Accounts Receivable and Accounts Payable are to be disclosed on Schedule A

Annual Statement of the Plymouth County Ret. Association for the Year Ended December 31, 2013.

	Balance Dec. 31 Prior year	Receipts	Interfund Transfers	Disbursements	Balance Dec.31 Current Year
Annuity Savings Fund	225,555,247.04	24,016,424.24	-12,358,255.18	-3,916,528.16	233,296,887.94
Annuity Reserve Fund	76,746,574.68	2,294,755.45	12,370,738.17	-12,413,154.64	78,998,913.66
Pension Fund	0.00	57,238,313.24	12,502,855.63	-69,741,168.87	0.00
Military Service Fund	13,477.55	13.48	0.00	0.00	13,491.03
Expense Fund	0.00	7,734,123.83	0.00	-7,734,123.83	0.00
Pension Reserve Fund	400,502,392.12	110,825,116.33	-12,622,952.95	0.00	498,704,555.50
Total All Funds	702,817,691.39	202,001,671.90	- 0 -	-93,805,515.16	811,013,848.13

List below all transfers:

Xfer from	Annuity Savings Fund	to	Annuity Reserve Fund	in the amt of	12,370,738.17	on acct of	
	Control Acct						
Xfer from	Pension Reserve Fund	to	Annuity Savings Fund	in the amt of	13,022.65	on acct of	Account Corrections
	Control Acct		Control Acct				
Xfer from	Pension Reserve Fund	to	Pension Fund Control	in the amt of	12,502,855.63	on acct of	Correct Negative Balance
	Control Acct		Account				Pensio Reserve
Xfer from	Annuity Savings Fund	to	Pension Fund Control	in the amt of	539.66	on acct of	adjustment supplemental
	Control Acct		Account				
Xfer from		to		in the amt of		on acct of	
Xfer from		to		in the amt of		on acct of	

Annual Statement of the Plymouth County Ret. Association for the Year Ended December 31, 2013.

RECEIPTS

	2013	2012	2011
1. Annuity Savings Fund:			
(a) 4891 Members' Deductions	22,033,489.13	21,168,376.42	20,528,744.35
(b) 4892 Transfers from Other Systems	1,242,763.58	1,159,688.74	1,337,863.98
(c) 4893 Member Make Up Payments and Redeposits	431,423.15	512,391.89	322,487.15
(d) 4900 Member Payments from Rollovers	0.00	0.00	0.00
(e) Investment Income Credited to Members' Accounts	308,748.38	313,645.42	489,270.69
Subtotal	24,016,424.24	23,154,102.47	22,678,366.17
2. Annuity Reserve Fund:			
(a) 4750 Recovery of Annuity from Reinstatement	0.00	0.00	0.00
(b) Investment Income Credited to Annuity Reserve Fund	2,294,755.45	2,225,427.49	2,173,230.14
Subtotal	2,294,755.45	2,225,427.49	2,173,230.14
3. Pension Fund:			
(a) 4898 3(8)(c) Reimbursements from Other Systems	1,582,002.29	1,921,197.47	2,388,892.46
(b) 4899 Received from Commonwealth for COLA & Survivor Bft	1,377,371.47	924,563.42	2,132,545.55
(c) 4894 Pension Fund Appropriation	54,253,665.25	52,616,762.50	45,094,500.50
(d) 4840 Workers Compensation Settlement	22,500.00	56,500.00	51,218.77
(e) 4751 Recovery of Pension from Reinstatement	0.00	0.00	0.00
(f) 4841 Recovery of 91A Overearnings	2,774.23	11,653.57	0.00
Subtotal	57,238,313.24	55,530,676.96	49,667,157.28
4. Military Service Fund:			
(a) 4890 Contributions Received from Municipality	0.00	0.00	0.00
(b) Investment Income Credited	13.48	13.46	26.87
Subtotal	13.48	13.46	26.87
5. Expense Fund:			
(a) 4896 Expense Fund Appropriation	0.00	0.00	0.00
(b) Investment Income Credited to Expense Fund	7,734,123.83	7,590,407.64	5,213,409.73
Subtotal	7,734,123.83	7,590,407.64	5,213,409.73
6. Pension Reserve Fund:			
(a) 4897 Federal Grant Reimbursement	57,283.61	139,053.68	109,989.35
(b) 4895 Pension Reserve Appropriation	16,366.23	-38,672.92	31,793.64
(c) 4822 Interest Not Refunded	39,090.21	47,834.58	20,289.59
(d) 4825 Miscellaneous Income	18,900.94	19,278.47	0.00
(e) Excess Investment Income	110,586,400.67	66,585,299.79	-4,511,850.63
Subtotal	110,718,041.66	66,752,793.60	-4,349,778.05
TOTAL RECEIPTS	202,001,671.90	155,253,421.62	75,382,412.14

Annual Statement of the Plymouth County Ret. Association for the Year Ended December 31, 2013.

DISBURSEMENTS

	2013	2012	2011
1. Annuity Savings Fund:			
(a) 5757 Refunds to Members	1,605,268.74	1,869,980.02	1,479,663.82
(b) 5756 Transfers to Other Systems	2,311,259.42	2,010,519.13	26,415,388.28
Subtotal	3,916,528.16	3,880,499.15	27,895,052.10
2. Annuity Reserve Fund:			
(a) 5750 Annuities Paid	12,202,101.48	11,171,887.09	10,418,627.08
(b) 5759 Option B Refunds	211,053.16	128,907.49	372,049.89
Subtotal	12,413,154.64	11,300,794.58	10,790,676.97
3. Pension Fund:			
(a) 5751 Pensions Paid	66,323,273.56	62,707,643.18	59,472,463.14
Regular Pension Payments	51,723,043.84	48,665,696.15	46,192,632.13
Survivorship Payments	2,798,439.41	2,552,449.76	2,343,079.27
Ordinary Disability Payments	628,911.99	666,320.70	642,116.62
Accidental Disability Payments	9,333,750.64	9,044,442.86	8,639,214.63
Accidental Death Payments	1,228,705.97	1,285,245.22	1,238,005.56
Section 101 Benefits	610,421.71	493,488.49	417,414.93
(b) 5755 3(8)(c) Reimbursements To Other Systems	3,418,434.97	2,965,142.35	5,018,503.20
(c) 5752 COLAs Paid	0.00	0.00	0.00
(d) 5753 Chapter 389 Beneficiary Increase Paid	0.00	0.00	0.00
Subtotal	69,741,708.53	65,672,785.53	64,490,966.34
4. Military Service Fund:			
(a) 4890 Return to Municipality for Members who Withdrew Funds	0.00	0.00	0.00
Subtotal	0.00	0.00	0.00
5. Expense Fund:			
(a) 5118 Board Member Stipend	16,250.00	12,030.25	10,470.84
(b) 5119 Salaries	832,990.73	552,154.62	588,630.91
(c) 5304 Management Fees	5,638,193.35	5,956,190.10	3,655,491.19
(d) 5305 Custodial Fees	271,110.13	321,464.10	310,894.12
(e) 5307 Investment Consultant Fees	152,000.00	150,000.00	151,000.00
(f) 5308 Legal Expenses	85,442.80	45,506.87	98,939.83
(g) 5309 Medical Expenses	146.08	312.15	393.25
(h) 5310 Fiduciary Insurance	63,650.00	63,562.00	62,505.00
(i) 5311 Service Contracts	8,082.20	10,011.80	8,472.50
(j) 5312 Rent Expense	107,513.09	79,501.25	49,554.48
(k) 5315 Professional Services	266,424.89	168,360.76	93,622.92
(l) 5316 Actuarial Services	0.00	0.00	0.00
(k) 5317 Accounting Services	0.00	0.00	0.00
(n) 5320 Education And Training	0.00	0.00	0.00
(o) 5589 Administrative Expenses	254,774.84	211,418.75	165,101.83
(p) 5599 Furniture and Equipment	0.00	0.00	180.00
(q) 5719 Travel	37,554.55	19,894.99	18,152.86
(r) 5829 Depreciation Expense: Building	0.00	0.00	0.00
Subtotal	7,734,132.66	7,590,407.64	5,213,409.73
TOTAL DISBURSEMENTS	93,805,523.99	88,444,486.90	108,390,105.14

Investment Managers:

Lee Munder Asset Mgt. Large Cap Value; RhumbLine Russell 1000 Growth Fund; Fisher Investments Mid Cap Value; Rhumbline Large Cap; Lee Munder Small Cap Value; Boston Company Small Cap Growth; HGK Trinity Street International Equity; KBI International Equity Dividend Plus; d; Income Research & Management Core Fixed IncomeTHL Investment Management Bank Loan Select Fund; Eaton Vance High Yield Bond; McDonnell Fixed International Foreign Bond; Franklin Templeton Emerging Market Debt Opportunities Fund; AETOS Prime Portfolio; ABS Offshore SPC Class A; INVESCO U.S. Real Estate Securities Fund; Wellesley Group - 1921 Realty, Inc; Berkshire Multifamily Value Fund II, LP; CIGNA Charter Fund/PRISA; Multi Employer Property Trust; DSF Capital Partners; Intercontinental Real Estate III, LP; Intercontinental Real Estate IV, LP; Mesirow Financial Institutional Real Estate International Partnership Fund I; New Boston Institutional Fund VII, LP; Hunt Redevelopment & Restructuring, LLC; Tuckerman Multi-Family Development Fund III; RMK Timberland Fund, LP; Timbervest Partners III, LLC; JP Morgan Global Maritime Fund, LP; Senior Tour Players, LP; Denver Int'l Small Cap, LP; Charles River Partnership X, LP; Charles River Partnership XI, LP; TRG Growth Mgmt; II; DN Partners II, LP; Eaton Vance Loan Opportunities Fund; Globespan Capital Partners V, LP; Mesirow Financial Capital Partners IX, LP; RIMCO Production Company; Siguler Guff Distressed Opportunities Fund III, LP; Ascend Ventures II, LP; Ascent Venture Partners IV, LP; Ascent Venture Partners V, LP; Landmark Equity Partners XIV, LP; Leeds Equity Partners IV, LP; Leeds Equity Partners V, LP; Levine Leichtman Deep Value, LP; Lexington Capital Partners VII, LP; Akina, LTD Euro Choice II, LP; Euro Choice VJP Morgan Maritime;HGK TS Int'l Equity; Asset Venture Capital V,RMK Global Timberland; SSgA Rexiter Global Emerging Markets: Geneva Capital Mgmt: Boston Company Asset Mgmt: Lee Munder Emerging Mkts

Supplementary Schedule for 2013

EE Nbr Name	SSN Last 4	Previous Balance	Curr Year Deductions	Current Year Interest	Makeups Xfers In	Refunds Xfers Out	Transfer To Ann Reserves	Transfer To Pension Fund	Transfer To Pen Res Fund	Current Year Balance
Grand Totals	225,555,247.04	22,033,488.63	308,748.38	1,674,186.73	3,877,437.95	12,371,007.80	0.00	26,337.09	233,296,887.94	

4891

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4893

(-)

575125287

4800

3293

Ad. Int. Ser. Bal.

(-) 3297

4800

User: Nancy Soares

Annual Statement of the PLYMOUTH COUNTY RETIREMENT SYSTEM
for the year ended December 31, 2013
Schedule No: 1 - Cash Account Activity During Year
Cash defined in Ledger #1040 as Savings, Checking or Money Market Account

Description	Account Type	Account Number	Interest Rate	Book Val Prev Yr	Deposits This Year	Income Reinv /redeposited	Withdrawals During Year	Total Book Val This Yr	Cash Income Not Reinvested	Int Due/Acc December 31	(A)		(B)		(C)		(D)		(E)		(F)		(G)			
BANK OF AMERICA CHK	CHECKING	000007070020	0.0000	25.00	68,245.59	0.00	68,245.59	25.00	0.00	0.00																
BANK OF AMERICA SAV	SAVINGS	000006511891	0.0000	315,874.92	65,565.87	862.99	0.00	382,303.78	0.00	0.00																
BOSTON CO ASSET		AO20	0.0000	0.00	0.00	0.00	0.01	-0.01	0.00	0.00																
MGMT																										
CITIZENS CHCK	CHECKING	130506-533-3	0.0000	516,784.22	133,018,697.99	44,737.96	132,636,143.12	944,077.05	0.00	0.00																
CITIZENS EXPENSE		130506-534-1	0.0000	52.42	6,843,728.02	16.70	6,843,771.79	25.35	0.00	0.00																
CITIZENS MN M	MONEY MARKET	130506-536-8	0.0000	18,876,967.35	45,974,293.91	2,771.59	46,282,987.42	18,571,045.43	0.00	0.00																
EATON VANCE CASH		AO17	0.0000	0.00	1,208.33	0.00	0.00	1,208.33	0.00	0.00																
GENEVA CAPITAL	CASH	AO21	0.0000	0.00	2,774.85	0.00	0.00	2,774.85	0.00	0.00																
MASS MUNICP DEP	SAVINGS	44003184	0.0000	0.00	0.00	0.00	0.00	0.00	0.00	0.00																
TRST																										
RBC GLOBAL ASSET		A009	0.0000	0.00	0.00	0.00	0.00	0.00	0.00	0.00																
MGM																										
STATE ST MASTER	INVEST INTEREST	A 001	0.0000	3,896,962.68	106,845,932.91	166,402.75	101,611,573.30	9,297,725.04	0.00	0.00																
TRUS																										
TOTALS:				23,606,666.59	292,820,447.47	214,791.99	287,442,721.23	29,199,184.82	0.00	0.00																

Annual Statement of the PLYMOUTH COUNTY RETIREMENT SYSTEM
for the year ended December 31, 2013

Schedule No: 2

Short Term Securities Bought and Sold or Matured During the year, as well as still held on December 31st
Short Term define in ledger #11100 as U.S. Treasury Bills, Commercial Paper, CD's, Term Deposits, Cooperative Shares, S&L Shares

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Desc	Cusip	Int Rate	Date Acquired	Par Val	Cost incl Comm	(D) Rec @ Maturity Less Comm+Int	(E) Mkt Val Dec 31st	(F) Int Rec'd Cur Year	(G) Int Due & Accrued
BOSTON CO ASSET MGMT	AO20	0.0000	07/01/2009	0.00	0.00	0.00	2,374,993.25	5.71	0.00
EATON VANCE MGMT ST	A017	0.0000	03/31/2006	0.00	0.00	537,429.22	1,114,029.29	4.91	0.00
FISHER INVESTMENTS	A018	0.0000	04/30/2007	0.00	0.00	0.00	351,624.15	2.45	0.00
GENEVA CAPITAL MGMT	A021	0.0000	04/01/2013	0.00	0.00	0.00	1,054,060.23	0.00	0.00
INC RESEARCH & MGMT	A013	0.0000	10/22/2004	0.00	5,000,000.00	413,829.22	1,166,037.93	-13.79	0.00
LEE MUNDER CAPITAL	A003	0.0000	04/25/1995	0.00	766,263.84	0.00	1,102,374.17	5.06	0.00
RBC GLOBAL ASSET MGT	A009	0.0000	10/17/1997	0.00	428,912.55	525,645.15	13,013.13	-8.67	0.00
WELLINGTON MGMT CO	A019	0.0000	04/30/2007	0.00	0.00	19,935.37	14,213.33	2.81	0.00
TOTALS:				0.00	6,195,176.39	1,496,838.96	7,190,345.48	-1.52	0.00

ANNUAL STATEMENT OF THE PLYMOUTH COUNTY RETIREMENT ASSOC.
 FOR THE YEAR ENDED DECEMBER 31, 2013

SCHEDULE NO: 3A

DOMESTIC FIXED INCOME SECURITIES OWNED AT END OF YEAR
 (FOREIGN FIXED INCOME INVESTMENTS MUST BE LISTED ON SCHEDULE 5)

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DESCRIPTION	(A) CUSIP NO	INT RATE	MATURITY DATE	(B) PAR VALUE	(C) UNREALIZED GAIN	(D) UNREALIZED LOSS	(E) MARKET VALUE	(F) INT RECEIVED DURING YEAR	(G) INTEREST DUE & ACCRUED
EATON VANCE MGMT	A017	0.00	3/31/2028	36,474,354.00	111,872.56	0.00	28,161,446.14	1,484,845.50	464,679.45
INCOME RESEARCH MGMT	A013	0.00	10/15/2025	50,240,921.00	0.00	3,062,847.39	68,198,104.91	1,314,549.00	490,595.06
TOTALS:		0.00		86,715,275.00	111,872.56	3,062,847.39	96,359,551.05	2,799,394.50	955,274.51

Annual Statement of the PLYMOUTH COUNTY RETIREMENT SYSTEM
for the year ended December 31, 2013

Schedule No: 3B
Domestic Fixed Income Securities Purchased During Year
(Foreign Fixed Income Securities must be listed on Schedule 5)

Description	Cusip	Maturity Date	Int Rate	Par Val	Date Acquired (Trade Date)	Name of Broker	Commission Paid	Paid Accru Interest	Cost excl Accr Int but Incl Comm Pd
(A)				(B)	(C)	(D)	(E)	(F)	(G)
EATON VANCE MGMT	AO17	03/31/2028	0.0000	1,700,000.00	01/31/2013		0.00	8,724.25	1,759,612.50
EATON VANCE MGMT	AO17	03/31/2028	0.0000	830,000.00	02/28/2013		0.00	7,951.79	844,952.95
EATON VANCE MGMT	AO17	03/31/2028	0.0000	3,018,743.00	03/31/2013		0.00	25,693.62	3,076,901.82
EATON VANCE MGMT	AO17	03/31/2028	0.0000	1,115,000.00	04/30/2013		0.00	7,579.79	1,135,912.50
EATON VANCE MGMT	AO17	03/31/2028	0.0000	1,761,480.00	05/31/2013		0.00	12,472.36	1,794,492.50
EATON VANCE MGMT	AO17	03/31/2028	0.0000	1,326,000.00	06/30/2013		0.00	11,014.40	780,076.75
EATON VANCE MGMT	AO17	03/31/2028	0.0000	1,814,187.00	07/31/2013		0.00	15,298.23	1,829,614.15
EATON VANCE MGMT	AO17	03/31/2028	0.0000	890,000.00	08/31/2013		0.00	5,222.49	897,262.50
EATON VANCE MGMT	AO17	03/31/2028	0.0000	1,719,467.00	09/30/2013		0.00	11,955.22	1,727,551.25
EATON VANCE MGMT	AO17	03/31/2028	0.0000	1,210,000.00	10/31/2013		0.00	7,291.51	1,218,582.90
EATON VANCE MGMT	AO17	03/31/2028	0.0000	1,415,000.00	11/30/2013		0.00	10,072.45	1,437,842.40
EATON VANCE MGMT	AO17	03/31/2028	0.0000	651,966.00	12/31/2013		0.00	6,131.89	660,404.80
EATON VANCE MGMT	AO17	03/31/2028	0.0000	6,159,334.59	01/31/2013		0.00	25,139.79	6,586,353.09
INC RESEARCH & MGMT	AO13	10/15/2025	0.0000	4,358,265.36	02/28/2013		0.00	6,156.85	4,490,415.18
INC RESEARCH & MGMT	AO13	10/15/2025	0.0000	2,324,738.36	03/31/2013		0.00	3,365.19	2,556,761.99
INC RESEARCH & MGMT	AO13	10/15/2025	0.0000	3,937,612.62	04/30/2013		0.00	11,522.83	4,269,069.26
INC RESEARCH & MGMT	AO13	10/15/2025	0.0000	3,307,572.09	05/31/2013		0.00	8,114.39	3,593,047.67
INC RESEARCH & MGMT	AO13	10/15/2025	0.0000	4,465,087.80	06/30/2013		0.00	12,167.24	4,184,199.57
INC RESEARCH & MGMT	AO13	10/15/2025	0.0000	2,783,000.00	07/31/2013		0.00	10,380.28	2,772,479.81
INC RESEARCH & MGMT	AO13	10/15/2025	0.0000	3,638,886.33	08/31/2013		0.00	4,387.58	3,582,870.94
INC RESEARCH & MGMT	AO13	10/15/2025	0.0000	3,234,634.59	09/30/2013		0.00	1,978.63	3,254,630.01
INC RESEARCH & MGMT	AO13	10/15/2025	0.0000	2,472,261.88	10/31/2013		0.00	3,173.71	2,563,362.71
INC RESEARCH & MGMT	AO13	10/15/2025	0.0000	2,608,777.29	11/30/2013		0.00	5,814.96	2,583,753.76
INC RESEARCH & MGMT	AO13	10/15/2025	0.0000	0.00	09/30/2013		0.00	0.00	2,244.25
INC RESEARCH & MGMT	AO13	10/15/2025	0.0000	3,176,147.10	12/31/2013		0.00	3,026.53	2,341,295.37
GRAND TOTALS:				59,918,161.01			0.00	224,635.98	59,942,690.63

Annual Statement of the PLYMOUTH COUNTY RETIREMENT SYSTEM
Schedule No: 3C
for the year ended December 31, 2013
Domestic Fixed Income Securities Sold or Matured During Year
(Foreign Fixed Income Securities must be listed on Schedule 5)

(A) Description	(B) Cusip	(C) Interest Rate	(D) Par Val	(E) Mat Date	(F) Date Sold (Trade Date)	(G) Name of Broker	(H) Paid Comm	(I) Book Val Prev Year	(J) Rec less comm (Excl Acct Int)	(K) Realized Gain	(L) Realized Loss	(M) Int Rec'd During Year
EATON VANCE MGMT	AO17	0.0000	1,258,000.00	03/31/2028	01/31/2013		0.00	1,304,147.50	1,311,300.64	7,153.14	0.00	51,212.30
EATON VANCE MGMT	AO17	0.0000	893,000.00	03/31/2028	02/28/2013		0.00	940,095.00	936,017.29	0.00	-4,077.71	36,353.41
EATON VANCE MGMT	AO17	0.0000	2,149,113.00	03/31/2028	03/31/2013		0.00	2,219,684.24	2,240,381.67	20,697.43	0.00	87,488.89
EATON VANCE MGMT	AO17	0.0000	1,892,187.00	03/31/2028	04/30/2013		0.00	1,988,868.89	1,997,656.24	8,787.35	0.00	77,029.61
EATON VANCE MGMT	AO17	0.0000	1,411,000.00	03/31/2028	05/31/2013		0.00	1,454,910.98	1,451,446.69	0.00	-3,464.29	57,440.83
EATON VANCE MGMT	AO17	0.0000	1,326,000.00	03/31/2028	06/30/2013		0.00	1,339,170.55	1,379,846.90	40,676.35	0.00	53,980.54
EATON VANCE MGMT	AO17	0.0000	1,462,000.00	03/31/2028	07/31/2013		0.00	1,481,311.23	1,486,860.00	4,548.77	0.00	59,517.00
EATON VANCE MGMT	AO17	0.0000	506,000.00	03/31/2028	08/31/2013		0.00	561,668.70	524,166.93	0.00	-37,501.77	20,598.91
EATON VANCE MGMT	AO17	0.0000	1,083,019.00	03/31/2028	09/30/2013		0.00	1,089,874.31	1,074,772.57	0.00	-15,101.74	44,086.95
EATON VANCE MGMT	AO17	0.0000	1,196,187.00	03/31/2028	10/31/2013		0.00	1,221,473.03	1,225,036.19	3,563.16	0.00	48,695.94
EATON VANCE MGMT	AO17	0.0000	1,064,000.00	03/31/2028	11/30/2013		0.00	1,100,381.90	1,096,161.20	0.00	-4,220.70	43,314.70
EATON VANCE MGMT	AO17	0.0000	653,592.00	03/31/2028	12/31/2013		0.00	659,258.49	661,074.19	1,815.70	0.00	26,607.27
INC RESEARCH & MGMT	AO13	0.0000	5,495,049.17	10/15/2025	01/31/2013		0.00	6,511,637.08	6,471,184.73	0.00	-40,452.35	143,777.45
INC RESEARCH & MGMT	AO13	0.0000	4,275,920.78	10/15/2025	02/28/2013		0.00	4,435,630.50	4,407,390.81	0.00	-28,239.69	111,879.07
INC RESEARCH & MGMT	AO13	0.0000	2,286,052.16	10/15/2025	03/31/2013		0.00	2,374,777.52	2,350,593.96	0.00	-24,183.56	59,814.34
INC RESEARCH & MGMT	AO13	0.0000	3,582,886.57	10/15/2025	04/30/2013		0.00	3,711,574.34	3,708,965.34	0.00	-2,609.00	93,745.89
INC RESEARCH & MGMT	AO13	0.0000	3,520,739.04	10/15/2025	05/31/2013		0.00	3,660,139.49	3,604,636.81	0.00	-55,502.68	92,119.81
INC RESEARCH & MGMT	AO13	0.0000	4,408,318.84	10/15/2025	06/30/2013		0.00	4,465,087.80	4,333,199.92	0.00	-131,887.88	115,343.25
INC RESEARCH & MGMT	AO13	0.0000	2,776,874.16	10/15/2025	07/31/2013		0.00	2,959,860.54	2,859,714.70	0.00	-100,145.84	72,656.65
INC RESEARCH & MGMT	AO13	0.0000	3,222,911.50	10/15/2025	08/31/2013		0.00	3,282,934.17	3,203,018.83	0.00	-79,915.34	84,327.18
INC RESEARCH & MGMT	AO13	0.0000	2,611,062.92	10/15/2025	09/30/2013		0.00	2,744,282.11	2,668,317.53	0.00	-75,964.58	68,318.22
INC RESEARCH & MGMT	AO13	0.0000	3,399,354.06	10/15/2025	10/31/2013		0.00	3,567,665.20	3,488,786.66	0.00	-68,898.54	88,943.78
INC RESEARCH & MGMT	AO13	0.0000	1,794,588.38	10/15/2025	11/30/2013		0.00	1,933,567.97	1,861,972.94	0.00	-71,595.03	46,655.24
INC RESEARCH & MGMT	AO13	0.0000	1,430,717.72	10/15/2025	12/31/2013		0.00	1,728,990.22	1,602,379.04	0.00	-126,611.18	37,434.60
GRAND TOTALS:			53,698,573.30				0.00	56,727,011.76	55,943,881.78	87,241.90	-870,371.88	1,621,643.83

**ANNUAL STATEMENT OF THE PLYMOUTH COUNTY RETIREMENT ASSOC
FOR THE YEAR ENDED DECEMBER 31, 2013
SCHEDULE NO. 4A**

**EQUITIES OWNED AT END OF YEAR
EQUITIES DEFINED AS STOCKS OR OPTIONS (POOLED FUNDS MUST BE LISTED ON SCHEDULE 5)**

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DESCRIPTION	(A) CUSIP NO	(B) NO OF SHARES	(C) RATE PER SHR USED TO OBTAIN CURR MKT VALUE	(D) MARKET VALUE PREV YEAR END	(E) NET PURCH & (SALES) OF BOOK VAL CR YEAR	(F) MKT VALUE CURRENT YR END	(G) UNREALIZED GAIN	(H) UNREALIZED LOSS	(I) DIVIDENDS CURR YEAR
BOSTON CO ASSET MGMT	AO20	10,000.00	5,644.5362	38,501,215.10	5,937,794.18	56,445,362.12	12,006,352.84	0.00	90,361.47
DYNEGY	26816Q101	23.00	0.3791	8.72	0.00	8.72	0.00	0.00	0.00
EATON VANCE	A017	500.00	753.4825	437,893.17	52,230.16	376,741.25	0.00	113,382.08	3,324.04
FISHER INVESTMENTS	A018	80,000.00	674.1834	40,540,104.05	3,921,014.97	53,934,669.90	9,473,550.88	0.00	642,347.80
GENEVA CAPITAL MGMT	A021	50,000.00	902.3170	0.00	37,509,765.17	45,115,847.97	7,606,082.80	0.00	61,033.71
LEE MUNDER CAPITAL	A003	8,000.00	6,544.1542	43,675,386.51	-934,036.10	52,353,233.64	9,611,883.23	0.00	318,881.99
SOTHEBYS HLDGS CL A	835898107	117.00	53.2000	3,933.54	0.00	6,224.40	2,290.86	0.00	23.40
TOTALS:		148,640.00	14,572.2524	123,158,541.09	46,486,768.38	208,232,088.00	38,700,160.61	113,382.08	1,115,972.41

**Annual Statement of the PLYMOUTH COUNTY RETIREMENT SYSTEM
for the year ended December 31, 2013**

Schedule No: 4B

Equities Purchased During Year

Equities defined as Stocks or Options (Pooled Funds must be listed on Schedule 5)

(A) (B) (C) (D) (E) (F)

Description	Cusip	Number of Shares Purch	Trade Date	Name of Broker	Commission Paid	Cost to System Incl Comm
Boston Co Asset Mgmt	AO20	1000.000	01/31/2013		0.00	2,020,323.09
Boston Co Asset Mgmt	AO20	1000.000	02/28/2013		0.00	7,008,769.31
Boston Co Asset Mgmt	AO20	1000.000	03/31/2013		0.00	3,236,655.41
Boston Co Asset Mgmt	AO20	1000.000	04/30/2013		0.00	2,609,121.15
Boston Co Asset Mgmt	AO20	1000.000	05/31/2013		0.00	3,966,178.04
Boston Co Asset Mgmt	AO20	1000.000	06/30/2013		0.00	2,614,687.63
Boston Co Asset Mgmt	AO20	1000.000	07/31/2013		0.00	3,939,792.18
Boston Co Asset Mgmt	AO20	1000.000	08/31/2013		0.00	3,171,245.40
Boston Co Asset Mgmt	AO20	1000.000	09/30/2013		0.00	7,346,356.47
Boston Co Asset Mgmt	AO20	1000.000	10/31/2013		0.00	6,315,549.28
Boston Co Asset Mgmt	AO20	1000.000	11/30/2013		0.00	5,749,007.21
Boston Co Asset Mgmt	AO20	1000.000	12/31/2013		0.00	4,823,105.10
Eaton Vance Mgmt	AO17	1000.000	01/31/2013		0.00	54,150.00
Eaton Vance Mgmt	AO17	1000.000	05/31/2013		0.00	199,075.01
Eaton Vance Mgmt	AO17	1000.000	12/31/2013		0.00	0.00
Fisher Investments	AO18	1000.000	02/28/2013		0.00	1,481,377.46
Fisher Investments	AO18	1000.000	03/31/2013		0.00	2,054,988.71
Fisher Investments	AO18	1000.000	04/30/2013		0.00	840,680.98
Fisher Investments	AO18	1000.000	05/31/2013		0.00	682,437.71
Fisher Investments	AO18	1000.000	06/30/2013		0.00	1,596,963.36
Fisher Investments	AO18	1000.000	07/31/2013		0.00	198,631.09
Fisher Investments	AO18	1000.000	09/30/2013		0.00	2,478,173.37
Fisher Investments	AO18	1000.000	10/31/2013		0.00	2,161,357.44
Fisher Investments	AO18	1000.000	11/30/2013		0.00	965,860.26
Fisher Investments	AO18	1000.000	12/31/2013		0.00	7,686,862.28
Geneva Capital Mgmt	AO21	1000000.000	04/30/2013		0.00	74,084,301.66
Geneva Capital Mgmt	AO21	1000.000	05/31/2013		0.00	1,230,289.99
Geneva Capital Mgmt	AO21	1000.000	06/30/2013		0.00	793,960.67
Geneva Capital Mgmt	AO21	1000.000	07/31/2013		0.00	888,049.20

**Annual Statement of the PLYMOUTH COUNTY RETIREMENT SYSTEM
for the year ended December 31, 2013**

Schedule No: 4B

Equities Purchased During Year

Equities defined as Stocks or Options (Pooled Funds must be listed on Schedule 5)

	(A)	(B)	(C)	(D)	(E)	(F)
Description	Cusip	Number of Shares Purch	Trade Date	Name of Broker	Commission Paid	Cost to System Incl Comm
Geneva Capital Mgmt	A021	1000.000	08/31/2013		0.00	171,505.14
Geneva Capital Mgmt	A021	1000.000	09/30/2013		0.00	1,337,851.21
Geneva Capital Mgmt	A021	1000.000	10/31/2013		0.00	959,360.77
Geneva Capital Mgmt	A021	1000.000	11/30/2013		0.00	1,072,467.92
Geneva Capital Mgmt	A021	1000.000	12/31/2013		0.00	1,546,615.36
Lee Munder Capital	A003	1000.000	01/31/2013		0.00	2,259,668.44
Lee Munder Capital	A003	1000.000	02/28/2013		0.00	963,378.03
Lee Munder Capital	A003	1000.000	03/31/2013		0.00	2,416,803.26
Lee Munder Capital	A003	1000.000	04/30/2013		0.00	1,388,158.67
Lee Munder Capital	A003	1000.000	05/31/2013		0.00	2,653,458.99
Lee Munder Capital	A003	1000.000	06/30/2013		0.00	1,193,600.32
Lee Munder Capital	A003	1000.000	07/31/2013		0.00	1,778,589.65
Lee Munder Capital	A003	1000.000	08/31/2013		0.00	2,046,029.22
Lee Munder Capital	A003	1000.000	09/30/2013		0.00	1,966,633.83
Lee Munder Capital	A003	1000.000	10/31/2013		0.00	2,309,403.24
Lee Munder Capital	A003	1000.000	11/30/2013		0.00	1,355,448.25
Lee Munder Capital	A003	1000.000	12/31/2013		0.00	1,778,041.71
Rbc Global Asset Mgt	A009	1000.000	01/31/2013		0.00	3,736,052.61
Rbc Global Asset Mgt	A009	1000.000	02/28/2013		0.00	2,748,146.75
Rbc Global Asset Mgt	A009	1000.000	03/31/2013		0.00	4,416,933.95
Rbc Global Asset Mgt	A009	1000.000	01/31/2013		0.00	4,688,049.74
Wellington Mgmt Co	AO19	1000.000	02/28/2013		0.00	4,278,379.65
Wellington Mgmt Co	AO19	1000.000	03/31/2013		0.00	3,462,784.61
TOTALS:		151000.000			0.00	200,725,310.78

**Annual Statement of the PLYMOUTH COUNTY RETIREMENT SYSTEM
for the year ended December 31, 2013**

**Schedule No: 4C
Equities Sold During Year
Equities defined as Stocks or Options (Pooled Funds must be listed on Schedule 5)**

Page 1

	(A)	(B)	(C)	(D)	(E)	(F)	(G)	(H)	(I)	(J)
Cusip	Description	Number of Shares Sold	Broker Name	Trade Date	Comm Paid	Proceeds from Sale	Book Value Date of Sale	Realized Gain	Realized Loss	Income Amount
A020	- BOSTON CO ASSET MGMT	1,000,000		01/31/2013	0.00	2,350,667.20	2,399,636.80	0.00	49,169.60	9,036.15
A020	- BOSTON CO ASSET MGMT	1,000,000		02/28/2013	0.00	6,557,581.59	6,314,309.84	243,271.75	0.00	9,036.15
A020	- BOSTON CO ASSET MGMT	1,000,000		03/31/2013	0.00	3,434,005.39	3,259,701.39	174,304.00	0.00	9,036.15
A020	- BOSTON CO ASSET MGMT	1,000,000		04/30/2013	0.00	2,499,260.27	2,528,690.14	0.00	29,429.87	9,036.15
A020	- BOSTON CO ASSET MGMT	1,000,000		05/31/2013	0.00	3,913,332.97	3,748,609.79	164,723.18	0.00	9,036.15
A020	- BOSTON CO ASSET MGMT	1,000,000		06/30/2013	0.00	3,048,257.71	2,560,409.38	487,848.33	0.00	9,036.15
A020	- BOSTON CO ASSET MGMT	1,000,000		07/31/2013	0.00	4,266,698.13	3,695,420.82	571,277.31	0.00	9,036.15
A020	- BOSTON CO ASSET MGMT	1,000,000		08/31/2013	0.00	3,188,976.58	2,429,402.84	759,573.74	0.00	9,036.15
A020	- BOSTON CO ASSET MGMT	1,000,000		09/30/2013	0.00	7,328,264.81	6,328,663.53	999,601.28	0.00	9,036.15
A020	- BOSTON CO ASSET MGMT	1,000,000		10/31/2013	0.00	6,620,544.01	5,231,669.97	1,388,874.04	0.00	9,036.15
A020	- BOSTON CO ASSET MGMT	1,000,000		11/30/2013	0.00	4,886,533.57	3,697,844.73	1,188,688.84	0.00	9,036.15
A020	- BOSTON CO ASSET MGMT	1,000,000		12/31/2013	0.00	5,610,488.72	4,668,436.86	942,051.86	0.00	9,036.15
A017	- EATON VANCE MGMT	1,000,000		02/28/2013	0.00	0.00	1,632.00	0.00	1,632.00	6,648.08
A017	- EATON VANCE MGMT	1,000,000		06/30/2013	0.00	18,572.86	13,130.88	5,441.98	0.00	6,648.08
A017	- EATON VANCE MGMT	1,000,000		09/30/2013	0.00	197,570.06	186,231.97	11,338.09	0.00	6,648.08
A018	- FISHER INVESTMENTS	1,000,000		02/28/2013	0.00	1,482,768.55	1,459,380.90	23,387.65	0.00	8,029.35
A018	- FISHER INVESTMENTS	1,000,000		03/31/2013	0.00	1,878,458.71	1,919,431.75	0.00	40,973.04	8,029.35
A018	- FISHER INVESTMENTS	1,000,000		04/30/2013	0.00	1,094,320.13	995,714.00	98,606.13	0.00	8,029.35
A018	- FISHER INVESTMENTS	1,000,000		05/31/2013	0.00	498,921.05	455,371.53	43,549.52	0.00	8,029.35
A018	- FISHER INVESTMENTS	1,000,000		06/30/2013	0.00	1,555,480.08	1,286,537.50	268,942.58	0.00	8,029.35
A018	- FISHER INVESTMENTS	1,000,000		07/31/2013	0.00	147,702.82	121,579.92	26,122.90	0.00	8,029.35
A018	- FISHER INVESTMENTS	1,000,000		09/30/2013	0.00	2,322,297.46	2,077,433.72	244,863.74	0.00	8,029.35
A018	- FISHER INVESTMENTS	1,000,000		10/31/2013	0.00	1,915,008.71	1,794,046.41	120,962.30	0.00	8,029.35
A018	- FISHER INVESTMENTS	1,000,000		11/30/2013	0.00	980,216.20	823,243.20	156,973.00	0.00	8,029.35
A018	- FISHER INVESTMENTS	1,000,000		12/31/2013	0.00	7,569,310.95	5,293,578.76	2,275,732.19	0.00	8,029.35
A021	- GENEVA CAPITAL MGMT	50,000,000		04/30/2013	0.00	36,784,851.94	36,860,105.12	0.00	75,253.18	61,033.71
A021	- GENEVA CAPITAL MGMT	1,000,000		05/31/2013	0.00	1,065,438.02	1,071,856.26	0.00	6,418.24	1,220.67

**Annual Statement of the PLYMOUTH COUNTY RETIREMENT SYSTEM
for the year ended December 31, 2013**

**Schedule No: 4C
Equities Sold During Year
Equities defined as Stocks or Options (Pooled Funds must be listed on Schedule 5)**

Page 2	(A)	(B)	(C)	(D)	(E)	(F)	(G)	(H)	(I)	(J)
	Description	Number of Shares Sold	Broker Name	Trade Date	Comm Paid	Proceeds from Sale	Book Value Date of Sale	Realized Gain	Realized Loss	Income Amount
A021	-GENEVA CAPITAL MGMT	1,000,000		06/30/2013	0.00	534,300.72	518,923.12	15,377.60	0.00	1,220.67
A021	-GENEVA CAPITAL MGMT	1,000,000		07/31/2013	0.00	818,614.85	820,428.12	0.00	1,813.27	1,220.67
A021	-GENEVA CAPITAL MGMT	1,000,000		08/31/2013	0.00	164,779.86	173,932.44	0.00	9,152.58	1,220.67
A021	-GENEVA CAPITAL MGMT	1,000,000		09/30/2013	0.00	1,318,442.77	1,336,275.38	0.00	17,832.61	1,220.67
A021	-GENEVA CAPITAL MGMT	1,000,000		10/31/2013	0.00	1,057,995.30	1,177,752.94	0.00	119,757.64	1,220.67
A021	-GENEVA CAPITAL MGMT	1,000,000		11/30/2013	0.00	1,261,702.54	1,425,921.82	0.00	164,219.28	1,220.67
A021	-GENEVA CAPITAL MGMT	1,000,000		12/31/2013	0.00	1,493,650.29	1,189,441.55	304,208.74	0.00	1,220.67
A003	-LEE MUNDER CAPITAL	1,000,000		01/31/2013	0.00	2,057,187.70	1,949,262.63	107,925.07	0.00	39,860.25
A003	-LEE MUNDER CAPITAL	1,000,000		02/28/2013	0.00	978,079.77	873,901.44	104,178.33	0.00	39,860.25
A003	-LEE MUNDER CAPITAL	1,000,000		03/31/2013	0.00	2,286,022.52	1,918,127.82	367,894.70	0.00	39,860.25
A003	-LEE MUNDER CAPITAL	1,000,000		04/30/2013	0.00	1,093,899.47	966,306.56	127,592.91	0.00	39,860.25
A003	-LEE MUNDER CAPITAL	1,000,000		05/31/2013	0.00	8,187,309.88	7,025,695.75	1,161,614.13	0.00	39,860.25
A003	-LEE MUNDER CAPITAL	1,000,000		06/30/2013	0.00	1,812,562.47	1,464,542.54	348,019.93	0.00	39,860.25
A003	-LEE MUNDER CAPITAL	1,000,000		07/31/2013	0.00	1,542,014.07	1,387,817.30	154,196.77	0.00	39,860.25
A003	-LEE MUNDER CAPITAL	1,000,000		08/31/2013	0.00	1,910,651.82	1,718,235.92	192,415.90	0.00	39,860.25
A003	-LEE MUNDER CAPITAL	1,000,000		09/30/2013	0.00	1,944,028.40	1,447,071.21	496,957.19	0.00	39,860.25
A003	-LEE MUNDER CAPITAL	1,000,000		10/31/2013	0.00	2,373,335.17	1,791,853.25	581,481.92	0.00	39,860.25
A003	-LEE MUNDER CAPITAL	1,000,000		11/30/2013	0.00	1,118,459.55	802,617.43	315,842.12	0.00	39,860.25
A003	-LEE MUNDER CAPITAL	1,000,000		12/31/2013	0.00	1,796,350.72	1,697,817.86	98,532.86	0.00	39,860.25
A009	-RBC GLOBAL ASSET MGT	1,000,000		01/31/2013	0.00	3,763,286.63	3,555,797.92	207,488.71	0.00	11,129.91
A009	-RBC GLOBAL ASSET MGT	1,000,000		02/28/2013	0.00	2,616,304.92	2,578,353.88	37,951.04	0.00	11,129.91
A009	-RBC GLOBAL ASSET MGT	1,000,000		03/31/2013	0.00	4,283,432.42	3,861,079.78	422,352.64	0.00	11,129.91
A009	-RBC GLOBAL ASSET MGT	19,800,000		04/30/2013	0.00	34,629,284.26	31,546,766.24	3,082,518.02	0.00	220,372.25
A019	-WELLINGTON MGMT CO	1,000,000		01/31/2013	0.00	5,263,101.37	5,049,404.66	213,696.71	0.00	11,430.65
A019	-WELLINGTON MGMT CO	1,000,000		02/28/2013	0.00	3,916,448.81	3,653,313.82	263,134.99	0.00	11,430.65
A019	-WELLINGTON MGMT CO	1,000,000		03/31/2013	0.00	3,844,430.64	3,565,155.52	279,275.12	0.00	11,430.65
A019	-WELLINGTON MGMT CO	6,000,000		04/30/2013	0.00	37,256,677.45	34,228,465.38	3,028,212.07	0.00	68,583.89

*Spinoff

TOTALS:

126,800,000

0.00

240,537,882.86

218,946,532.29

22,107,001.88

515,651.31 1,114,431.43

ANNUAL STATEMENT OF THE PLYMOUTH COUNTY RETIREMENT ASSOC
FOR THE YEAR ENDED DECEMBER 31, 2013
SCHEDULE NO. 5

ACCT.:	DESCRIPTION	CUSIP	MARKET VAL END PREV YEAR	TOTAL PURCHASES CURRENT YEAR	REINVESTED INCOME	REALIZED GAIN	REALIZED LOSS	UNREALIZED GAIN	UNREALIZED LOSS	TOTAL SALES/ REDEMPTIONS	CASH DIV/ DISTRIB	FEES PAID	MARKET VALUE YEAR END
MUT/COMM REAL ESTATE FUNDS:													
1194	Berkshire Multi-Family	08499F974	12,260,163.00	0.00	426,940.00	1,193,456.00	-1,209.00	594,191.00	-888,449.00	-2,498,937.00	0.00	-132,042.00	10,954,113.00
1194	Cigna Open End Real Est	12699H997	15,715.06	0.00	16,205.22	0.00	0.00	0.00	0.00	-31,336.44	0.00	0.00	593.84
1194	Tuckerman Redevelopment	89899T947	6,267,369.00	0.00	351,135.00	0.00	0.00	413,780.00	-220,832.00	-1,814,146.00	0.00	-80,344.00	4,916,962.00
1194	Intercontinental R/E III	3,636,717.00	0.00	449,658.00	73,664.00	-64,654.00	106,492.72	-274,484.82	-170,824.90	-274,484.82	0.00	-41,707.00	3,714,861.00
1194	Intercontinental R/E IV	45999K962	3,636,717.00	0.00	-5,103.00	0.00	-463,829.00	627,697.86	0.00	-624,888.86	0.00	-27,912.00	1,248,332.00
1194	Invesco Realty	46199H999	20,166,787.35	0.00	0.00	0.00	4,543,166.25	4,543,166.25	-4,022,554.16	0.00	0.00	-140,659.97	20,546,739.47
1194	MFRE Cayman LP	59099C937	8,635,497.00	1,200,000.00	-26,545.00	408,676.00	0.00	453,211.00	-126,783.00	-498,765.00	0.00	-150,000.00	9,895,171.00
1194	Multi Employ Prop Trust	625999307	9,747,737.23	0.00	0.10	0.00	1,245,827.33	0.00	0.00	0.00	0.00	-92,701.00	10,900,863.66
1194	New Boston Fund	9161TT907	3,841,152.00	0.00	51,728.00	8,076.00	0.00	73,488.35	-136,138.82	-46,860.53	0.00	-60,133.00	3,641,870.00
1194	1921 Walsley Realty Inc.	74199F9H1	6,020,516.00	0.00	-246,294.00	0.00	0.00	0.00	-124,519.00	0.00	0.00	***	5,649,703.00
1194	PRISA	74299D916	22,132,978.56	0.00	1,236,736.18	0.00	2,013,065.17	0.00	-477,325.07	-2,364.45	0.00	0.00	25,384,779.91
1194	RMK Global Timberland	AC10DFG38	1,252,787.91	1,688,157.53	0.00	0.00	0.00	0.00	0.00	-2,364.45	0.00	-39,675.00	2,421,580.92
1194	Timberfest Part III	AC10DF024	3,138,229.69	1,000,000.00	0.00	0.00	535,012.46	0.00	0.00	0.00	0.00	-50,000.00	4,623,242.15
TOTALS			98,857,826.80	3,888,157.53	2,256,360.50	1,683,872.00	-619,134.00	10,606,132.14	-6,167,425.95	-5,791,803.10	0.00	-815,173.97	103,898,811.95
MUT/COMM VENTURE CAP FUNDS:													
1193	Ascend Ventures II	04399T931	557,108.00	0.00	-3,904.00	0.00	-79,545.00	109,185.00	-142,334.00	-694.6	0.00	-18,823.00	362,841.00
1193	Ascend Venture Cap IV	04499T965	1,721,798.00	0.00	-179,667.00	0.00	0.00	733,018.00	-57,238.00	0.00	0.00	-149,775.00	1,973,136.00
1193	Ascent Venture Cap V	0,980,417.90	0.00	600,000.00	-109,940.70	0.00	773,047.09	0.00	-3,888.50	0.00	0.00	-104,072.00	5,135,563.79
1193	Charles River X	15999Z981	68,429.00	0.00	-247.00	0.00	-3,620.00	0.00	-51,845.52	-12,716.46	0.00	0.00	0.00
1193	Charles River XI	15999Z943	90,472.00	8,289.00	14.00	0.00	-54,771.00	333,334.99	-205,979.00	-164,603.01	0.00	-79,250.00	86,959.00
1193	Clitgroup Ventures	17999C923	5,099,131.76	915,000.00	-7,452.00	257,695.00	-12,847.00	246,791.95	0.00	0.00	0.00	-61,471.98	6,135,030.74
1193	DN Partners II LP	256999912	1,158,764.33	66,582.71	-4.09	0.00	21,102.00	0.00	-6,275.00	0.00	0.00	-62,500.00	1,410,662.92
1193	DSF Capital Partners IV	AC10DRBP6	723,733.00	2,007,790.00	8,480.00	0.00	0.00	72,102.00	-504,242.00	-2,523,350.21	0.00	-5,353.00	2,976,676.00
1193	Globespan Capital Prins	162,500.00	5,120,159.00	1,038,189.00	6,655.00	0.00	0.00	720,907.21	-25,077.00	-1,009,329.00	0.00	-60,000.00	3,960,589.00
1193	Landmark Equity	51499H913	3,386,586.00	3,386,586.00	-64,523.00	450,062.00	-220.00	244,891.00	0.00	0.00	0.00	-11,025.90	6,109,474.00
1193	LCP VII Offshore	AC10065H9	5,553,051.00	1,446,853.00	780,713.00	0.00	0.00	1,664,119.76	-246,107.11	-1,568,812.65	0.00	-19,003.51	3,646,946.00
1193	Leads Equity Partners IV	64499A911	3,148,322.00	8,923.51	-6,859.00	11,806.00	0.00	296,523.64	-533,724.17	-250,031.74	0.00	-23,407.00	1,713,517.00
1193	Leads Equity Partners V	52499N942	1,487,285.00	195,529.00	0.00	2,096.00	0.00	113,604.44	-533,724.17	-620,589.27	0.00	-68,400.00	918,817.00
1193	Levine Leichman Capital	63299G938	1,836,382.00	22,249.00	281,732.00	13,224.00	0.00	258,504.00	-204,609.00	0.00	0.00	0.00	2,148,371.00
1193	Mesrow Financial IX	59099C937	2,279,163.00	0.00	0.00	970.00	-117,257.00	0.00	0.00	0.00	0.00	0.00	159,082.90
1193	Rimco Productions Co	76699O998	159,082.90	0.00	0.00	0.00	0.00	0.00	-8,156.00	0.00	0.00	-7,998.00	250,980.00
1193	Rimco Royalty Partners	76699O998	267,134.00	0.00	264,315.53	0.00	0.00	0.00	0.00	-61,000.00	0.00	-267.00	179,265.35
1193	Senior Tour Players	81899H916	240,265.35	0.00	267.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	4,737,766.00
1193	Siguler Gulf Dis III	82699H999	5,896,891.00	840,000.00	620,002.16	0.00	0.00	0.00	0.00	-2,550,138.16	0.00	-58,988.00	4,737,766.00
TOTALS			42,774,185.24	7,311,915.22	1,651,543.90	735,853.00	-958,466.00	5,476,733.08	-2,044,246.50	-9,246,518.52	-264,582.53	-832,409.39	44,604,007.70
HEDGE FUNDS													
1197	ABS Offshore SPC	959CCGP904	8,705,790.36	0.00	7,553.33	0.00	0.00	1,839,782.76	-146,384.50	0.00	0.00	-82,107.00	10,314,634.95
1197	AETOS Alternative	03699C962	13,089,243.17	0.00	0.00	0.00	1,615,490.35	-73,656.70	-220,041.20	0.00	0.00	-139,832.00	14,491,244.82
TOTALS			21,795,033.53	0.00	7,553.33	0.00	3,455,273.11	-220,041.20	0.00	0.00	0.00	-231,939.00	24,805,879.77
COMMINGLED BONDS:													
1187	THL Credit Bank Loan	AC10081D8	19,938,326.00	0.00	-4,555.00	0.00	1,887,521.00	-68,695.00	0.00	0.00	0.00	-103,439.00	21,449,158.00
TOTALS			19,938,326.00	0.00	-4,555.00	0.00	1,887,521.00	-68,695.00	0.00	0.00	0.00	-103,439.00	21,449,158.00
COMMINGLED EQUITIES:													
1158	Rhumbline Large Cap	33899F929	31,785,054.23	0.00	0.00	0.00	11,798,504.91	-1,190,458.75	0.00	0.00	0.00	0.00	42,393,100.39
1159	Rhumbline Russell 1000	76299C921	0.00	35,080,221.91	0.00	0.00	5,798,985.87	0.00	0.00	0.00	0.00	0.00	40,879,207.78
TOTALS			31,785,054.23	35,080,221.91	0.00	0.00	17,597,490.78	-1,190,458.75	0.00	0.00	0.00	0.00	83,272,308.17

ANNUAL STATEMENT OF THE PLYMOUTH COUNTY RETIREMENT ASSOC
 FOR THE YEAR ENDED DECEMBER 31, 2013
 SCHEDULE NO. 6

INVESTMENT CATEGORY	MARKET VALUE	INTEREST DUE & ACCRUED	PAID INTEREST	ACCRUED INTEREST	COMMISSIONS & FEES PAID	UNREALIZED GAINS	UNREALIZED LOSSES	REALIZED GAIN	REALIZED LOSSES	INCOME RECEIVED
1040-59-Cash	29,199,184.82	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	214,791.99
1100-Short Term	7,190,345.48	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	-1.52
1180-Fixed Income	96,359,551.05	955,274.51	224,635.98	0.00	0.00	111,872.56	3,062,847.39	87,241.90	870,371.88	4,421,038.30
1170-Equities	208,232,088.00	0.00	0.00	0.00	0.00	38,700,160.61	113,382.08	22,107,001.88	515,651.31	2,230,403.79
1172-Pooled Dom Equity	83,272,308.17	0.00	0.00	0.00	0.00	17,597,490.78	1,190,458.75	0.00	0.00	0.00
1173-Pooled Intl Funds	58,109,362.83	0.00	0.00	0.00	497,767.00	10,435,025.39	4,203,603.71	3,494,233.00	0.00	1,882,728.73
1174-Pooled Global Equity	105,690,857.56	0.00	0.00	0.00	836,181.02	18,485,338.74	6,613,583.02	1,554,572.61	0.00	1,109,114.06
1182-Pooled Intl Fix Inc	47,761,043.00	0.00	0.00	0.00	252,199.00	3,417,701.05	4,659,859.05	0.00	0.00	736,016.00
1193-Pooled Ven Cap	44,604,007.70	0.00	0.00	0.00	832,409.39	5,476,733.08	2,044,246.30	735,853.00	958,466.00	1,651,529.90
1194-Pooled Real Estate	103,898,811.95	0.00	0.00	0.00	815,173.97	10,606,132.14	6,167,425.95	1,683,872.00	619,134.00	2,256,360.50
1197-Hedge Funds	24,805,879.77	0.00	0.00	0.00	231,939.00	3,455,273.11	220,041.20	0.00	0.00	7,553.33
GRAND TOTALS	809,123,440.33	955,274.51	224,635.98	3,465,669.38	108,285,727.46	28,275,447.45	29,662,774.39	2,963,623.19	14,509,535.08	

ANNUAL STATEMENT OF THE PLYMOUTH COUNTY RETIREMENT ASSOC
FOR THE YEAR ENDED DECEMBER 31, 2013
SCHEDULE NO. 7

MANAGER/VENDOR 5304 MANAGEMENT FEES	Q1 2013	Q2 2013	Q3 2013	Q4 2013	ACCRUED PAYABLE YEAR END 2013	TOTAL PAID ACCRUED 2013	PAYMENT METHOD
Berkshire Multi-Family	185,000.00	0.00	73,099.00	-126,057.00		132,042.00	N
Cigna Open End Real Est	N/A	0.00	10,425.00	10,278.00		0.00	N
Intercontinental R/E III	10,444.00	10,560.00	6,664.00	5,229.00		41,707.00	N
Intercontinental R/E IV	8,258.00	7,761.00	37,788.11	25,465.97		27,912.00	N
Invesco Realty	37,570.06	39,835.83	75,000.00	92,701.00		140,659.97	N
MPRE Cayman LP	75,000.00	0.00	0.00	60,133.00		150,000.00	N
Multi Employ Prop Trust	0.00	0.00	0.00	92,701.00		92,701.00	N
New Boston Fund	0.00	0.00	0.00	60,133.00		60,133.00	N
1921 Realty Inc.	Perferred					0.00	N
Lee Munder Emergink Mkt	0.00	0.00	0.00	41,518.00		41,518.00	N
PRISA				55,565.99	55,078.34	215,343.57	C
RMK Global Timberland	6,787.08	51,624.42	53,074.82	25,181.92		39,675.00	N
Timberfest Part III	0.00	7,706.00	0.00	50,000.00		50,000.00	N
Hunt Renov & Redevelopment	21,426.00	20,039.00	19,875.00	19,004.00		80,344.00	N
Ascend Ventures II	4,913.00	0.00	0.00	13,910.00		18,823.00	N
Ascend Venture Cap IV				149,775.00		149,775.00	N
Ascent Venture Cap V				104,072.00		104,072.00	N
Charles River XI	N/A					0.00	N
Denver Int'l Small Cap				258,130.00		258,130.00	N
TRG Gowth II	0.00	0.00	0.00	79,250.00		79,250.00	N
DN Partners II LP	25,000.04	25,000.03	25,000.00	-13,528.09		61,471.98	N
DSF Capital Partners IV	17,000.00	1,675.00	6,225.00	37,600.00		62,500.00	N
Glospan Capital Plnrs	1,340.00	1,754.00	1,217.00	1,042.00		5,353.00	N
Landmark Equity	0.00	0.00	60,000.00	0.00		60,000.00	N
LCP VII Offshore	72,560.00	15,382.00	14,399.00	0.00		102,341.00	N
Leeds Equity Partners IV	381.00	381.00	9,318.00	8,923.51		19,003.51	N
Leeds Equity Partners V	2,888.00	2,888.00	146.00	5,103.90		11,025.90	N
Levine Leichman Capital	8,495.00	8,495.00	3,598.00	2,737.00		23,407.00	N
Meshrow Financial IX	18,154.00	19,461.00	18,398.00	14,387.00		68,400.00	N
Rimco Productions Co	N/A					0.00	N
Rimco Royalty Partners	0.00	0.00	0.00	7,998.00		7,998.00	N
Senior Tour Players	N/A					0.00	N
Siguler Guff Dis III	15,000.00	15,000.00	15,000.00	13,989.00		58,989.00	N
ABS Offshore SPC	0.00	0.00	0.00	92,107.00		92,107.00	N
AETOS Alternative	0.00	0.00	0.00	139,832.00		139,832.00	N
THL Credit Bank Loan **	24,825.00	17,185.00	34,776.00	26,653.00		103,439.00	N
Rhumbline Large Cap		6,671.00	7,008.00	7,316.00		28,961.00	C
Rhumbline Russell 1000			5,854.00	6,806.00		19,887.00	C
Franklin Templeton	0.00	0.00	0.00	305,007.00	7,227.00	305,007.00	N
JP Morgan Maritime	36,986.30	37,397.25	37,808.22	0.00		112,191.77	N
KBI Div Plus Ind	0.00	0.00	0.00	261,480.00		261,480.00	N
Euro Choice II	11,064.38	11,517.34	12,857.75	12,779.78		48,219.25	N
Euro Choice V	0.00	0.00	0.00	114,842.00		114,842.00	N
HGX TS Int'l Equity	42,285.00	43,571.00	51,205.00	55,699.00		192,760.00	N
McDonnell Int'l Fixed ***	39,652.00	37,438.00	35,346.00	36,324.00		148,760.00	N
Bank of America	2,679.72					2,679.72	N
Boston Co Asset Mgmt			155,317.31	164,013.81	135,581.13	454,912.25	N
Eaton Vance Management*		35,655.48	35,709.17	36,298.81	37,209.28	144,872.74	C
Fisher Investments		89,032.30	91,221.96	95,431.89	104,860.53	380,546.68	C
Lee Munder Capital		110,549.71	110,889.08	108,927.37	117,955.08	448,321.24	C
Income Research & Mgmt		41,493.82	41,207.39	40,521.44	40,754.77	163,977.42	C
RBC Global Management		35,863.25		67,931.00	73,266.00	209,888.28	C
Wellington Mgmt Co	32,828.03				65,407.69	65,407.69	C
Geneva Capital			55,248.00			55,248.00	C
Refunded Mgmt Fee	-1,149.53	-2,174.92	-7,836.93	-6,360.24		-17,521.62	
Management Fees Totals	699,469.08	691,761.51	1,033,837.88	2,567,919.06	645,305.82	5,638,193.35	

5305 Custodial Fees							
State Street Bank & Trust	27,534.19	51,396.30	81,809.53	68,583.29	41,777.99	271,101.30	
Custodial Fees Totals	27,534.19	51,396.30	81,809.53	68,583.29	41,777.99	271,101.30	
5307 Consultant Fees							
Mainwright Investments	0.00	37,500.00	37,500.00	37,500.00	37,500.00	150,000.00	
Sherman Actural Services	0.00	0.00	0.00	2,000.00	0.00	2,000.00	
Consultant Fees Totals	0.00	37,500.00	37,500.00	39,500.00	37,500.00	152,000.00	