



**CITY OF CHICAGO**  
**ECONOMIC DISCLOSURE STATEMENT and AFFIDAVIT**  
**Related to Contract/Amendment/Solicitation**  
**EDS # 3143**

**SECTION I -- GENERAL INFORMATION**

A. Legal name of Disclosing Party submitting the EDS:

URS Corporation, a Nevada corporation

Enter d/b/a if applicable:

The Disclosing Party submitting this EDS is:

the Applicant

B. Business address of Disclosing Party:

100 South Wacker Drive  
Suite 500  
Chicago, IL 60606  
United States

C. Telephone:

312-939-1000

Fax:

312-939-4198

D. Name of contact person:

Michael R Just

F. Brief description of contract, transaction or other undertaking (referred to below as the "Matter") to which this EDS pertains:

Construction Eng. - Central Av. Viaduct Over Soo Line at Grand Av.

Which City agency or department is requesting this EDS?

DEPT OF PROCUREMENT SERVICES

Specification Number

C968990037

Contract (PO) Number

1777

Revision Number

4

Release Number

User Department Project Number

## **SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS**

### **A. NATURE OF DISCLOSING PARTY**

1. Indicate the nature of the Disclosing Party:

Privately held business corporation

Is the Disclosing Party incorporated or organized in the State of Illinois?

No

State or foreign country of incorporation or organization:

Nevada

Registered to do business in the State of Illinois as a foreign entity?

Yes

### **B. DISCLOSING PARTY IS A LEGAL ENTITY:**

1.a.1 Does the Disclosing Party have any directors?

Yes

1.a.3 List below the full names and titles of all executive officers and all directors, if any, of the entity. Do not include any directors who have no power to select the entity's officers.

<b>Officer/Director:</b>	Mr. Mike R. Just
<b>Title:</b>	Vice President
<b>Role:</b>	Officer
-----	
<b>Officer/Director:</b>	Mr. Mohammad S. Hassan
<b>Title:</b>	Vice President
<b>Role:</b>	Officer
-----	
<b>Officer/Director:</b>	Mr. Gary V. Jandegian
<b>Title:</b>	President
<b>Role:</b>	Both
-----	
<b>Officer/Director:</b>	Mr. H. Thomas Hicks
<b>Title:</b>	Director, Vice President, CFO
<b>Role:</b>	Both
-----	
<b>Officer/Director:</b>	Ms. Kristin L. Jones
<b>Title:</b>	Secretary
<b>Role:</b>	Officer
-----	
<b>Officer/Director:</b>	Mr. Dharmo S. Dhamotharan
<b>Title:</b>	Executive Vice President
<b>Role:</b>	Officer
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<b>Officer/Director:</b>	Mr. Thomas W. Bishop
<b>Title:</b>	Director
<b>Role:</b>	Both
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<b>Officer/Director:</b>	Mr. Mike Ander
<b>Title:</b>	Vice President
<b>Role:</b>	Officer
-----	
<b>Officer/Director:</b>	Mr. Albert Clark
<b>Title:</b>	Vice President
<b>Role:</b>	Officer
-----	
<b>Officer/Director:</b>	Mr. Joseph Zlogar

<b>Title:</b>	Vice President
<b>Role:</b>	Officer
-----	
<b>Officer/Director:</b>	Mr. Robert J. Andrews
<b>Title:</b>	Vice President
<b>Role:</b>	Officer
-----	
<b>Officer/Director:</b>	Mr. Daniel Banaszek
<b>Title:</b>	Vice President
<b>Role:</b>	Officer
-----	
<b>Officer/Director:</b>	Mr. Kenneth Kastman
<b>Title:</b>	Vice President
<b>Role:</b>	Officer
-----	
<b>Officer/Director:</b>	Mr. Daniel Youngman
<b>Title:</b>	Vice President
<b>Role:</b>	Officer
-----	
<b>Officer/Director:</b>	Mr. David Meiri
<b>Title:</b>	Vice President
<b>Role:</b>	Officer
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<b>Officer/Director:</b>	Mr. Dennis Kasner
<b>Title:</b>	Vice President
<b>Role:</b>	Officer
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<b>Officer/Director:</b>	Mr. Earl Wacker
<b>Title:</b>	Vice President
<b>Role:</b>	Officer
-----	
<b>Officer/Director:</b>	Mr. John Schwalbach
<b>Title:</b>	Vice President
<b>Role:</b>	Officer
-----	
<b>Officer/Director:</b>	Mr. Keith W. Benting
<b>Title:</b>	Vice President
<b>Role:</b>	Officer
-----	
<b>Officer/Director:</b>	Ms. Judy L. Rodgers
<b>Title:</b>	Vice President & Treasurer
<b>Role:</b>	Officer
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<b>Officer/Director:</b>	Mr. Joseph Masters
<b>Title:</b>	Vice President
<b>Role:</b>	Officer
-----	
<b>Officer/Director:</b>	Ms. Carol Brandenburg-Smith
<b>Title:</b>	Assistant Secretary
<b>Role:</b>	Officer
-----	
<b>Officer/Director:</b>	William A. Stevenson
<b>Title:</b>	Director
<b>Role:</b>	Both
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<b>Officer/Director:</b>	William Ettenger
<b>Title:</b>	Senior Vice President
<b>Role:</b>	Officer
-----	
<b>Officer/Director:</b>	Hisham Mahmoud
<b>Title:</b>	Senior Vice President
<b>Role:</b>	Officer
-----	
<b>Officer/Director:</b>	Edward J. Trojan
<b>Title:</b>	Senior Vice President
<b>Role:</b>	Officer
-----	
<b>Officer/Director:</b>	Vicent Provenza
<b>Title:</b>	
<b>Role:</b>	Officer
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## 2. Ownership Information

Please provide ownership information concerning each person or entity that holds, or is anticipated to hold (see next paragraph), a direct or indirect beneficial interest in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a limited liability company, or interest of a beneficiary of a trust, estate, or other similar entity. Note: Each legal entity below may be required to submit an EDS on its own behalf.

Please disclose present owners below. Please disclose anticipated owners in an attachment submitted through the "Additional Info" tab. "Anticipated owner" means an individual or entity in existence at the time application for City action is made, which is not an applicant or owner at such time, but which the applicant expects to assume a legal status, within six months of the time the City action occurs, that would render such

individual or entity an applicant or owner if they had held such legal status at the time application was made.

- URS Holdings, Inc., a Delaware corporation - 100.0% - EDS 3144
  - URS Corporation, a Delaware corporation - 100.0% - EDS 3145

#### Owner Details

Name	Business Address
URS Corporation, a Delaware corporation	600 Montgomery Street 25th Floor San Francisco, CA 94111 United States
URS Holdings, Inc., a Delaware corporation	600 Montgomery Street 26th Floor San Francisco, CA 94111 United States

### **SECTION III -- BUSINESS RELATIONSHIPS WITH CITY ELECTED OFFICIALS**

Has the Disclosing Party had a "business relationship," as defined in [Chapter 2-156 of the Municipal Code](#), with any City elected official in the 12 months before the date this EDS is signed?

No

### **SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES**

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist, accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll.

"Lobbyist" means any person or entity who undertakes to influence any legislative or administrative action on behalf of any person or entity other than: (1) a not-for-profit entity, on an unpaid basis, or (2) himself. "Lobbyist" also means any person or entity any part of whose duties as an employee of another includes undertaking to influence any legislative or administrative action.

If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

1. Has the Disclosing Party retained any legal entities in connection with the Matter?

Yes

2. List below the names of all legal entities which are retained parties.

<b>Name:</b>	Infrastructure Engineering, Inc.
<b>Anticipated/Retained:</b>	Retained
<b>Business Address:</b>	29 South LaSalle Suite 345 Chicago, IL 60603 United States
<b>Relationship:</b>	Subcontractor - MWDBE
<b>Fees:</b>	17380.55
<b>Estimated/Paid:</b>	Estimated

-----  
3. Has the Disclosing Party retained any persons in connection with the Matter?

No

## SECTION V -- CERTIFICATIONS

### A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

Under [Municipal Code Section 2-92-415](#), substantial owners of business entities that contract with the City must remain in compliance with their child support obligations throughout the term of the contract.

Has any person who directly or indirectly owns 10% or more of the Disclosing Party been declared in arrearage of any child support obligations by any Illinois court of competent jurisdiction?

Not applicable because no person owns 10% or more of the Disclosing Party

### B. FURTHER CERTIFICATIONS

1. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II.B.1. of this EDS:

- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (federal, state or local) with commission of any of the offenses enumerated in clause B.1.b. of this Section V;
- d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.

I certify the above to be true

2. Neither the Disclosing Party, nor any [Applicable Party](#), nor any [Affiliated Entity](#) of either the Disclosing Party or any [Applicable Party](#) nor any [Agents](#) have, during the five years before the date this EDS is signed, or, with respect to an [Applicable Party](#), an [Affiliated Entity](#), or an [Affiliated Entity](#) of an [Applicable Party](#) during the five years before the date of such [Applicable Party's](#) or [Affiliated Entity's](#) contract or engagement in connection with the Matter:

- bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- violated the provisions of [Municipal Code Section 2-92-610 \(Living Wage Ordinance\)](#).

I certify the above to be true

3. Neither the Disclosing Party, [Affiliated Entity](#) or [Applicable Party](#), or any of their employees, officials, [agents](#) or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of

- bid-rigging in violation of [720 ILCS 5/33E-3](#);
- bid-rotating in violation of [720 ILCS 5/33E-4](#); or
- any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.

I certify the above to be true

4. Neither the Disclosing Party nor any [Affiliated Entity](#) is listed on any of the following lists maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the [Specially Designated Nationals List](#), the [Denied Persons List](#), the [Unverified List](#), the [Entity List](#) and the [Debarred List](#).

I certify the above to be true

5. The Disclosing Party understands and shall comply with (1) the applicable requirements of the Governmental Ethics Ordinance of the City, [Chapter 2-156 of the Municipal Code](#); and (2) all the applicable provisions of [Chapter 2-56 of the Municipal Code \(Office of the Inspector General\)](#).

I certify the above to be true

#### C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

For purposes of this Part C, under [Municipal Code Section 2-32-455\(b\)](#), the term "financial institution" means a bank, savings and loan association, thrift, credit union, mortgage banker, mortgage broker, trust company, savings bank, investment bank, securities broker, municipal securities broker, securities dealer, municipal securities dealer, securities underwriter, municipal securities underwriter, investment trust, venture capital company, bank holding company, financial services holding company, or any licensee under the [Municipal Code Section 2-32-455\(b\)](#).)

The Disclosing Party certifies that, as defined in [Section 2-32-455\(b\) of the Municipal Code](#), the Disclosing Party

is not a "financial institution"

#### D. CERTIFICATION REGARDING INTEREST IN CITY BUSINESS

Any words or terms that are defined in [Chapter 2-156 of the Municipal Code](#) have the same meanings when used in this Part D.

1. In accordance with [Section 2-156-110 of the Municipal Code](#): Does any official or employee of the City have a financial interest in his or her own name or in the name of any other person or entity in the Matter?

No

#### E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

The Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies from the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves) and has disclosed in this EDS any and all such records to the City. In addition, the Disclosing Party must disclose the names of any and all slaves or slaveholders described in those records. Failure to comply with these disclosure requirements may make the Matter to which this EDS pertains voidable by the City.

The Disclosing Party verifies that

- the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies, and
- the Disclosing Party has found no records of investments or profits from slavery, the slave industry, or slaveholder insurance policies and no records of names of any slaves or slaveholders.

I can make the above verification

### **SECTION VI -- CERTIFICATIONS FOR FEDERALLY-FUNDED MATTERS**

Is the Matter federally funded?

No

### **SECTION VII -- ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE**

The Disclosing Party understands and agrees that:

- A. By completing and filing this EDS, the Disclosing Party acknowledges and agrees, on behalf of itself and the persons or entities named in this EDS, that the City may investigate the creditworthiness of some or all of the persons or entities named in this EDS.

- B. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- C. The City's Governmental Ethics and Campaign Financing Ordinances, [Chapters 2-156](#) and [2-164](#) of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. A training program is available on line at [www.cityofchicago.org/Ethics](http://www.cityofchicago.org/Ethics), and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

I acknowledge and consent to the above

The Disclosing Party understands and agrees that:

- D. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded, void or voidable), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- E. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided on this EDS and any attachments to this EDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- F. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires.

I acknowledge and consent to the above

The Disclosing Party represents and warrants that:

G. The Disclosing Party has not withheld or reserved any disclosures as to economic interests in the Disclosing Party, or as to the Matter, or any information, data or plan as to the intended use or purpose for which the Applicant seeks City Council or other City agency action.

I acknowledge and consent to the above

H.1. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its affiliates delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes.

I certify the above to be true

H.2 If the Disclosing Party is the Applicant, the Disclosing Party and its [affiliates](#) will not use, nor permit their subcontractors to use, any facility on the [U.S. EPA's List of Violating Facilities](#) in connection with the Matter for the duration of time that such facility remains on the list.

I certify the above to be true

H.3 If the Disclosing Party is the Applicant, the Disclosing Party will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in H.1. and H.2. above and will not, without the prior written consent of the City, use any such contractor/subcontractor that does not provide such certifications or that the Disclosing Party has reason to believe has not provided or cannot provide truthful certifications.

I certify the above to be true

## **SECTION VIII - - ADDITIONAL INFO**

Please add any additional explanatory information here. If needed, you may add attachments below.

## **FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS**

This question is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5 percent. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under [Municipal Code Section 2-154-015](#), the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all corporate officers of the Disclosing Party, if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5 percent ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

No

List of vendor attachments uploaded by City staff

None.

List of attachments uploaded by vendor

None.

## **CERTIFICATION**

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and all applicable appendices, are true, accurate and complete as of the date furnished to the City. Submission of this form constitutes making the oath associated with notarization.

/s/ 03/05/2010  
Michael R Just

Vice President  
URS Corporation, a Nevada corporation

This is a printed copy of the Economic Disclosure Statement, the original of which is filed electronically with the City of Chicago. Any alterations must be made electronically, alterations on this printed copy are void and of no effect.



**CITY OF CHICAGO**  
**ECONOMIC DISCLOSURE STATEMENT and AFFIDAVIT**  
**Related to Contract/Amendment/Solicitation**  
**EDS # 3144**

**SECTION I -- GENERAL INFORMATION**

A. Legal name of Disclosing Party submitting the EDS:

URS Holdings, Inc., a Delaware corporation

Enter d/b/a if applicable:

The Disclosing Party submitting this EDS is:

a legal entity holding a direct or indirect interest in the Applicant

The Disclosing Party holds an interest in

URS Corporation, a Nevada corporation and EDS is 3143

B. Business address of Disclosing Party:

600 Montgomery Street  
26th Floor  
San Francisco, CA 94111  
United States

C. Telephone:

312-939-1000

Fax:

312-939-4198

D. Name of contact person:

Mrs. Cheryl Kathryn Williams

## SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

### A. NATURE OF DISCLOSING PARTY

1. Indicate the nature of the Disclosing Party:

Privately held business corporation

Is the Disclosing Party incorporated or organized in the State of Illinois?

No

State or foreign country of incorporation or organization:

Delaware

Registered to do business in the State of Illinois as a foreign entity?

No

### B. DISCLOSING PARTY IS A LEGAL ENTITY:

1.a.1 Does the Disclosing Party have any directors?

Yes

1.a.3 List below the full names and titles of all executive officers and all directors, if any, of the entity. Do not include any directors who have no power to select the entity's officers.

**Officer/Director:** Judy L. Rodgers  
**Title:** Director, Vice President  
**Role:** Both

-----  
**Officer/Director:** H. Thomas Hicks  
**Title:** Director, Vice President, CFO  
**Role:** Both

-----  
**Officer/Director:** Gary V. Jandegian  
**Title:** President  
**Role:** Officer

-----  
**Officer/Director:** Kristin L Jones  
**Title:** Secretary  
**Role:** Officer  
-----

**Officer/Director:** Martin Leahy  
**Title:** Senior Vice President, Controller  
**Role:** Officer

-----  
**Officer/Director:** Reed N. Brimhall  
**Title:** Director  
**Role:** Director  
-----

## 2. Ownership Information

Please confirm ownership information concerning each person or entity that having a direct or indirect beneficial interest in excess of 7.5% of the Disclosing Party (your entity). Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a limited liability company, or interest of a beneficiary of a trust, estate, or other similar entity. Note: Each legal entity below may be required to submit an EDS on its own behalf.

As reported by the Disclosing Party, the immediate owner(s) of the Disclosing Party is/ are listed below:

- URS Corporation, a Delaware corporation - 100.0% - EDS 3145

### Owner Details

Name	Business Address
URS Corporation, a Delaware corporation	600 Montgomery Street 25th Floor San Francisco, CA 94111 United States

## SECTION III -- BUSINESS RELATIONSHIPS WITH CITY ELECTED OFFICIALS

Has the Disclosing Party had a "business relationship," as defined in [Chapter 2-156 of the Municipal Code](#), with any City elected official in the 12 months before the date this EDS is signed?

No

## SECTION V -- CERTIFICATIONS

### A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

Under [Municipal Code Section 2-92-415](#), substantial owners of business entities that contract with the City must remain in compliance with their child support obligations throughout the term of the contract.

Has any person who directly or indirectly owns 10% or more of the Disclosing Party been declared in arrearage of any child support obligations by any Illinois court of competent jurisdiction?

Not applicable because no person owns 10% or more of the Disclosing Party

## B. FURTHER CERTIFICATIONS

1. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II.B.1. of this EDS:

- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (federal, state or local) with commission of any of the offenses enumerated in clause B.1.b. of this Section V;
- d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.

I certify the above to be true

2. Neither the Disclosing Party, nor any [Applicable Party](#), nor any [Affiliated Entity](#) of either the Disclosing Party or any [Applicable Party](#) nor any [Agents](#) have, during the five years before the date this EDS is signed, or, with respect to an [Applicable Party](#), an [Affiliated Entity](#), or an [Affiliated Entity](#) of an [Applicable Party](#) during the five years before the date of such [Applicable Party's](#) or [Affiliated Entity's](#) contract or engagement in connection with the Matter:

- bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or

any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;

- agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- violated the provisions of [Municipal Code Section 2-92-610 \(Living Wage Ordinance\)](#).

I certify the above to be true

3. Neither the Disclosing Party, [Affiliated Entity](#) or [Applicable Party](#), or any of their employees, officials, [agents](#) or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of

- bid-rigging in violation of [720 ILCS 5/33E-3](#);
- bid-rotating in violation of [720 ILCS 5/33E-4](#); or
- any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.

I certify the above to be true

4. Neither the Disclosing Party nor any [Affiliated Entity](#) is listed on any of the following lists maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the [Specially Designated Nationals List](#), the [Denied Persons List](#), the [Unverified List](#), the [Entity List](#) and the [Debarred List](#).

I certify the above to be true

5. The Disclosing Party understands and shall comply with (1) the applicable requirements of the Governmental Ethics Ordinance of the City, [Chapter 2-156 of the Municipal Code](#); and (2) all the applicable provisions of [Chapter 2-56 of the Municipal Code \(Office of the Inspector General\)](#).

I certify the above to be true

## C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

For purposes of this Part C, under [Municipal Code Section 2-32-455\(b\)](#), the term "financial institution" means a bank, savings and loan association, thrift, credit union, mortgage banker, mortgage broker, trust company, savings bank, investment bank, securities broker, municipal securities broker, securities dealer, municipal securities dealer, securities underwriter, municipal securities underwriter, investment trust, venture

capital company, bank holding company, financial services holding company, or any licensee under the [Municipal Code Section 2-32-455\(b\).](#))

The Disclosing Party certifies that, as defined in [Section 2-32-455\(b\) of the Municipal Code](#), the Disclosing Party

is not a "financial institution"

#### E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

The Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies from the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves) and has disclosed in this EDS any and all such records to the City. In addition, the Disclosing Party must disclose the names of any and all slaves or slaveholders described in those records. Failure to comply with these disclosure requirements may make the Matter to which this EDS pertains voidable by the City.

The Disclosing Party verifies that

- the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies, and
- the Disclosing Party has found no records of investments or profits from slavery, the slave industry, or slaveholder insurance policies and no records of names of any slaves or slaveholders.

I can make the above verification

### **SECTION VII -- ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE**

The Disclosing Party understands and agrees that:

- A. By completing and filing this EDS, the Disclosing Party acknowledges and agrees, on behalf of itself and the persons or entities named in this EDS, that the City may investigate the creditworthiness of some or all of the persons or entities named in this EDS.
- B. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands

that it must comply with all statutes, ordinances, and regulations on which this EDS is based.

- C. The City's Governmental Ethics and Campaign Financing Ordinances, [Chapters 2-156](#) and [2-164](#) of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. A training program is available on line at [www.cityofchicago.org/Ethics](http://www.cityofchicago.org/Ethics), and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

I acknowledge and consent to the above

The Disclosing Party understands and agrees that:

- D. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded, void or voidable), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- E. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided on this EDS and any attachments to this EDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- F. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires.

I acknowledge and consent to the above

The Disclosing Party represents and warrants that:

- G. The Disclosing Party has not withheld or reserved any disclosures as to economic interests in the Disclosing Party, or as to the Matter, or any information, data or plan as to the intended use or purpose for which the Applicant seeks City Council or other City agency action.

I acknowledge and consent to the above

H.1. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its affiliates delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes.

I certify the above to be true

## **SECTION VIII - - ADDITIONAL INFO**

Please add any additional explanatory information here. If needed, you may add attachments below.

### **FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS**

This question is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5 percent. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under [Municipal Code Section 2-154-015](#), the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all corporate officers of the Disclosing Party, if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5 percent ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

No

List of attachments uploaded by vendor

None.

## **CERTIFICATION**

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and all applicable appendices, are true, accurate and complete as of the date furnished to the City. Submission of this form constitutes making the oath associated with notarization.

/s/ 03/08/2010

Dr. Gary V. Jandegian

President, URS Division

URS Holdings, Inc., a Delaware corporation

This is a printed copy of the Economic Disclosure Statement, the original of which is filed electronically with the City of Chicago. Any alterations must be made electronically, alterations on this printed copy are void and of no effect.



**CITY OF CHICAGO**  
**ECONOMIC DISCLOSURE STATEMENT and AFFIDAVIT**  
**Related to Contract/Amendment/Solicitation**  
**EDS # 3145**

**SECTION I -- GENERAL INFORMATION**

A. Legal name of Disclosing Party submitting the EDS:

URS Corporation, a Delaware corporation

Enter d/b/a if applicable:

The Disclosing Party submitting this EDS is:

a legal entity holding a direct or indirect interest in the Applicant

The Disclosing Party holds an interest in

URS Corporation, a Nevada corporation and EDS is 3143

B. Business address of Disclosing Party:

600 Montgomery Street  
25th Floor  
San Francisco, CA 94111  
United States

C. Telephone:

312-577-7418

Fax:

D. Name of contact person:

Cheryl K Williams

## SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

### A. NATURE OF DISCLOSING PARTY

1. Indicate the nature of the Disclosing Party:

Publicly registered business corporation

Is the Disclosing Party incorporated or organized in the State of Illinois?

No

State or foreign country of incorporation or organization:

Delaware

Registered to do business in the State of Illinois as a foreign entity?

No

### B. DISCLOSING PARTY IS A LEGAL ENTITY:

1.a.1 Does the Disclosing Party have any directors?

Yes

1.a.3 List below the full names and titles of all executive officers and all directors, if any, of the entity. Do not include any directors who have no power to select the entity's officers.

**Officer/Director:** Martin M Koffel  
**Title:** Director, Chairman, President & CEO  
**Role:** Both

---

**Officer/Director:** John D Roach  
**Title:** Director  
**Role:** Director

---

**Officer/Director:** Armen Der Marderosian  
**Title:** Director  
**Role:** Director

---

**Officer/Director:** Lydia H Kennard  
**Title:** Director  
**Role:** Director

---

<b>Officer/Director:</b>	Joseph W Ralston
<b>Title:</b>	Director
<b>Role:</b>	Director
-----	
<b>Officer/Director:</b>	Mickey P. Foret
<b>Title:</b>	Director
<b>Role:</b>	Director
-----	
<b>Officer/Director:</b>	William D Walsh
<b>Title:</b>	Director
<b>Role:</b>	Director
-----	
<b>Officer/Director:</b>	William P Sullivan
<b>Title:</b>	Director
<b>Role:</b>	Director
-----	
<b>Officer/Director:</b>	Douglas Stotlar
<b>Title:</b>	Director
<b>Role:</b>	Director
-----	
<b>Officer/Director:</b>	H. Thomas Hicks
<b>Title:</b>	CFO, Vice President
<b>Role:</b>	Officer
-----	
<b>Officer/Director:</b>	Joseph Masters
<b>Title:</b>	Vice President, General Counsel, & Secretary
<b>Role:</b>	Officer
-----	
<b>Officer/Director:</b>	Judy L. Rodgers
<b>Title:</b>	Vice President and Treasurer
<b>Role:</b>	Officer
-----	
<b>Officer/Director:</b>	Reed N. Brimhall
<b>Title:</b>	Vice President, Controller & Chief Operating Officer
<b>Role:</b>	Officer
-----	
<b>Officer/Director:</b>	Randall A Wotring
<b>Title:</b>	Vice President
<b>Role:</b>	Officer
-----	
<b>Officer/Director:</b>	Thomas Lynch
<b>Title:</b>	Vice President, IT

<b>Role:</b>	Officer
<b>Officer/Director:</b>	Susan B. Kilgannon
<b>Title:</b>	Vice President, Communications
<b>Role:</b>	Officer
<b>Officer/Director:</b>	Olga Perkovic
<b>Title:</b>	Vice President
<b>Role:</b>	Officer
<b>Officer/Director:</b>	Thomas Bishop
<b>Title:</b>	Vice President
<b>Role:</b>	Officer
<b>Officer/Director:</b>	Gary V. Jandegian
<b>Title:</b>	Vice President
<b>Role:</b>	Officer
<b>Officer/Director:</b>	Sam Ramraj
<b>Title:</b>	Vice President
<b>Role:</b>	Officer
<b>Officer/Director:</b>	Thomas Zarges
<b>Title:</b>	Vice President
<b>Role:</b>	Officer
<b>Officer/Director:</b>	William Frist
<b>Title:</b>	
<b>Role:</b>	Director

## 2. Ownership Information

Please confirm ownership information concerning each person or entity that having a direct or indirect beneficial interest in excess of 7.5% of the Disclosing Party (your entity). Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a limited liability company, or interest of a beneficiary of a trust, estate, or other similar entity. Note: Each legal entity below may be required to submit an EDS on its own behalf.

As reported by the Disclosing Party, the immediate owner(s) of the Disclosing Party is/ are listed below:

- Capital World Investors - 7.9%

## Owner Details

Name	Business Address
Capital World Investors	333 South Hope Street, 55th Floor Los Angeles, CA 90071 United States

## SECTION III -- BUSINESS RELATIONSHIPS WITH CITY ELECTED OFFICIALS

Has the Disclosing Party had a "business relationship," as defined in [Chapter 2-156 of the Municipal Code](#), with any City elected official in the 12 months before the date this EDS is signed?

No

## SECTION V -- CERTIFICATIONS

### A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

Under [Municipal Code Section 2-92-415](#), substantial owners of business entities that contract with the City must remain in compliance with their child support obligations throughout the term of the contract.

Has any person who directly or indirectly owns 10% or more of the Disclosing Party been declared in arrearage of any child support obligations by any Illinois court of competent jurisdiction?

Not applicable because no person owns 10% or more of the Disclosing Party

### B. FURTHER CERTIFICATIONS

1. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II.B.1. of this EDS:

- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, within a five-year period preceding the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery;

falsification or destruction of records; making false statements; or receiving stolen property;

- c. are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (federal, state or local) with commission of any of the offenses enumerated in clause B.1.b. of this Section V;
- d. have not, within a five-year period preceding the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, within a five-year period preceding the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.

I certify the above to be true

2. Neither the Disclosing Party, nor any [Applicable Party](#), nor any [Affiliated Entity](#) of either the Disclosing Party or any [Applicable Party](#) nor any [Agents](#) have, during the five years before the date this EDS is signed, or, with respect to an [Applicable Party](#), an [Affiliated Entity](#), or an [Affiliated Entity](#) of an [Applicable Party](#) during the five years before the date of such [Applicable Party's](#) or [Affiliated Entity's](#) contract or engagement in connection with the Matter:

- bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
- agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
- made an admission of such conduct described in a. or b. above that is a matter of record, but have not been prosecuted for such conduct; or
- violated the provisions of [Municipal Code Section 2-92-610 \(Living Wage Ordinance\)](#).

I certify the above to be true

3. Neither the Disclosing Party, [Affiliated Entity](#) or [Applicable Party](#), or any of their employees, officials, [agents](#) or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of

- bid-rigging in violation of [720 ILCS 5/33E-3](#);
- bid-rotating in violation of [720 ILCS 5/33E-4](#); or
- any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.

I certify the above to be true

4. Neither the Disclosing Party nor any [Affiliated Entity](#) is listed on any of the following lists maintained by the Office of Foreign Assets Control of the U.S. Department of the Treasury or the Bureau of Industry and Security of the U.S. Department of Commerce or their successors: the [Specially Designated Nationals List](#), the [Denied Persons List](#), the [Unverified List](#), the [Entity List](#) and the [Debarred List](#).

I certify the above to be true

5. The Disclosing Party understands and shall comply with (1) the applicable requirements of the Governmental Ethics Ordinance of the City, [Chapter 2-156 of the Municipal Code](#); and (2) all the applicable provisions of [Chapter 2-56 of the Municipal Code \(Office of the Inspector General\)](#).

I certify the above to be true

### C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

For purposes of this Part C, under [Municipal Code Section 2-32-455\(b\)](#), the term "financial institution" means a bank, savings and loan association, thrift, credit union, mortgage banker, mortgage broker, trust company, savings bank, investment bank, securities broker, municipal securities broker, securities dealer, municipal securities dealer, securities underwriter, municipal securities underwriter, investment trust, venture capital company, bank holding company, financial services holding company, or any licensee under the [Municipal Code Section 2-32-455\(b\)](#).)

The Disclosing Party certifies that, as defined in [Section 2-32-455\(b\) of the Municipal Code](#), the Disclosing Party

is not a "financial institution"

### E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

The Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies from the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves) and has disclosed in this EDS any and all such records to the City. In addition, the Disclosing Party must disclose the names of any and all slaves or slaveholders described in those records. Failure to comply with these disclosure requirements may make the Matter to which this EDS pertains voidable by the City.

The Disclosing Party verifies that

- the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities for records of investments or profits from slavery, the slave industry, or slaveholder insurance policies, and

- the Disclosing Party has found no records of investments or profits from slavery, the slave industry, or slaveholder insurance policies and no records of names of any slaves or slaveholders.

I can make the above verification

## **SECTION VII -- ACKNOWLEDGMENTS, CONTRACT INCORPORATION, COMPLIANCE, PENALTIES, DISCLOSURE**

The Disclosing Party understands and agrees that:

- A. By completing and filing this EDS, the Disclosing Party acknowledges and agrees, on behalf of itself and the persons or entities named in this EDS, that the City may investigate the creditworthiness of some or all of the persons or entities named in this EDS.
- B. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- C. The City's Governmental Ethics and Campaign Financing Ordinances, [Chapters 2-156](#) and [2-164](#) of the Municipal Code, impose certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. A training program is available on line at [www.cityofchicago.org/Ethics](http://www.cityofchicago.org/Ethics), and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with the applicable ordinances.

I acknowledge and consent to the above

The Disclosing Party understands and agrees that:

- D. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded, void or voidable), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other transactions with the City. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- E. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided on this EDS and

any attachments to this EDS may be made available to the public on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.

- F. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires.

I acknowledge and consent to the above

The Disclosing Party represents and warrants that:

- G. The Disclosing Party has not withheld or reserved any disclosures as to economic interests in the Disclosing Party, or as to the Matter, or any information, data or plan as to the intended use or purpose for which the Applicant seeks City Council or other City agency action.

I acknowledge and consent to the above

H.1. The Disclosing Party is not delinquent in the payment of any tax administered by the Illinois Department of Revenue, nor are the Disclosing Party or its affiliates delinquent in paying any fine, fee, tax or other charge owed to the City. This includes, but is not limited to, all water charges, sewer charges, license fees, parking tickets, property taxes or sales taxes.

I certify the above to be true

## **SECTION VIII - - ADDITIONAL INFO**

Please add any additional explanatory information here. If needed, you may add attachments below.

## **FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS AND DEPARTMENT HEADS**

This question is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5 percent. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under [Municipal Code Section 2-154-015](#), the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all corporate officers of the Disclosing Party, if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5 percent ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

No

List of attachments uploaded by vendor

Capital World SEC filing

## **CERTIFICATION**

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and all applicable appendices, are true, accurate and complete as of the date furnished to the City. Submission of this form constitutes making the oath associated with notarization.

/s/ 03/08/2010

Dr. Gary V. Jandegian

President, URS Division

URS Corporation, a Delaware corporation

This is a printed copy of the Economic Disclosure Statement, the original of which is filed electronically with the City of Chicago. Any alterations must be made electronically, alterations on this printed copy are void and of no effect.

<DOCUMENT>  
<TYPE>13F-HR  
<SEQUENCE>1  
<FILENAME>cwisep.txt  
<TEXT>

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2009  
Check here if Amendment [ ]; Amendment Number:

This Amendment (Check only one.): [ ] is a restatement.  
[ ] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Capital World Investors^  
Address: 333 South Hope Street, 55th Floor  
Los Angeles, California 90071-1447

Form 13F File Number:

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Robert W. Lovelace  
Title: Senior Vice President  
Phone: 213/486-9200

Signature, Place, and Date of Signing:

Robert W. Lovelace\*      Los Angeles, California      11/13/09  
-----

\*By: /s/ Walter R. Burkley  
-----  
Walter R. Burkley  
Attorney-in-fact

Signed pursuant to a Power of Attorney dated December 21, 2007 included as an Exhibit to Schedule 13G filed with the Securities and Exchange Commission by Capital World Investors on January 10, 2008 with respect to Lowes Companies, Incorporated.

^a division of Capital Research and Management Company

&lt;PAGE&gt;

Report Type (Check only one.):

- 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

&lt;PAGE&gt;

## Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 2

Form 13F Information Table Entry Total: 534

Form 13F Information Table Value Total: \$260691105  
-----  
(thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

No.	Form 13F File Number	Name
1	28-00218	The Capital Group Companies, Inc.
2	28-00157	Capital Research and Management Company

&lt;PAGE&gt;

&lt;TABLE&gt;

CAPITAL WORLD INVESTORS		FORM 13F INFORMATION TABLE				
A DIVISION OF CAPITAL RESEARCH AND MANAGEMENT COMPANY#						
COLUMN 1 & COLUMN 2		COLUMN 3	COLUMN 4	COLUMN 5	C	
NAME OF ISSUER/TITLE OF CLASS (COMMON UNLESS OTHERWISE INDICATED)		CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ PRN CALL	I D
<S>	<C>	<C>	<C>	<C>	<C>	<C
3M COMPANY	88579Y101	\$	197046	2670000	SH	D
ABAXIS INC	002567105		22328	834700	SH	D
ABBOTT LABORATORIES	002824100		1974941	39922000	SH	D
ABRAXIS BIOSCIENCE INC NEW	00383Y102		26084	716975	SH	D
ACE LTD	B3BQMF6		1292877	24184000	SH	D
ACORDA THERAPEUTICS INC	00484M106		7682	330000	SH	D
ACTUANT CORP CL A	00508X203		41162	2563027	SH	D
ADVANCED MICRO DEVICES INC CV SR NT	007903AN7		95913	\$113675000	PRN	D
5.75% 08-15-12						

ADVANCED MICRO DEVICES INC CV SR NT 6.0% 007903AL1 05-01-2015		86693	\$115015000	PRN	D
AETNA INC	00817Y108	897868	32262600	SH	D
AIR PRODUCTS & CHEMICALS INC	009158106	1009	13000	SH	D
AKAMAI TECHNOLOGIES INC	00971T101	65475	3327000	SH	D
ALBERTO-CULVER CO	013078100	61484	2221227	SH	D
ALCOA INC	013817101	778263	59318800	SH	D
ALCOA INC CV SR UNSEC 5.25% 03-15-14	013817AT8	88200	\$40000000	PRN	D
ALCON INC	2852395	218738	1577400	SH	D
ALEXANDRIA REAL ESTATE EQ INC (REIT)	015271109	159902	2942078	SH	D
ALEXION PHARMACEUTICALS INC	015351109	13362	300000	SH	D
ALLEGHENY ENERGY INC	017361106	291720	11000000	SH	D
ALLERGAN INC	018490102	373708	6584000	SH	D
ALLSTATE CORP (THE)	020002101	331370	10822000	SH	D
ALTERA CORP	021441100	11281	550000	SH	D
ALTRA HOLDINGS INC	02208R106	12107	1081948	SH	D
ALTRIA GROUP INC	02209S103	589276	33086800	SH	D
AMAG PHARMACEUTICALS INC	00163U106	17472	400000	SH	D
AMAZON.COM INC	023135106	158712	1700000	SH	D
AMERICA MOVIL SAB DE CV L ADR	02364W105	1722246	39293775	SH	D
AMERICAN ELECTRIC POWER CO INC	025537101	139455	4500000	SH	D
AMERICAN EXPRESS CO	025816109	1134362	33462000	SH	D
AMERICAN MEDICAL SYSTEMS HLDGS	02744M108	44083	2605400	SH	D
AMERICAN TOWER CORP CL A	029912201	21414	588283	SH	D
AMERICAN WATER WORKS CO INC	030420103	155233	7785000	SH	D
AMGEN INC	031162100	891386	14799697	SH	D
AMR CORPORATION	001765106	147950	18610000	SH	D
AON CORP	037389103	809804	19901800	SH	D
APACHE CORP	037411105	252533	2750000	SH	D
APPLE INC	037833100	2569821	13863200	SH	D
APPLIED INDUSTRIAL TECH INC	03820C105	57953	2738790	SH	D
APPLIED MATERIALS INC	038222105	1218810	90956000	SH	D
APTARGROUP INC	038336103	55468	1484682	SH	D
ARACRUZ CELULOSE SA PNB ADR	038496204	12332	554000	SH	D
ARCH COAL INC	039380100	185365	8376168	SH	D
ARCHER-DANIELS-MIDLAND CO EQUITY UNITS 6.25% 06/01/2011	039483201	102974	2580800	SH	D
ASML HOLDING NV NY (REG)	2242253	338908	11461210	SH	D
AT&T INC	00206R102	4139555	153260094	SH	D
AUTODESK INC	052769106	144418	6068000	SH	D
AUTOMATIC DATA PROCESSING INC	053015103	714671	18185000	SH	D
AUXILIUM PHARMACEUTICALS INC	05334D107	13684	400000	SH	D
AVAGO TECHNOLOGIES LTD	B3WS2X9	28046	1643000	SH	D
AVERY DENNISON CORP	053611109	133712	3713182	SH	D
AVNET INC	053807103	51940	2000000	SH	D
AVON PRODUCTS INC	054303102	1446682	42599600	SH	D
AXIS CAPITAL HOLDINGS LTD	2677606	60360	2000000	SH	D
BAKER HUGHES INC	057224107	1175845	27563178	SH	D
BANCOLOMBIA SA ADR	05968L102	54178	1262000	SH	D
BANCORPSOUTH INC	059692103	27104	1110376	SH	D
BANK OF AMERICA CORP	060505104	2698199	159468005	SH	D
BANK OF HAWAII CORPORATION	062540109	337	8115	SH	D
BANK OF NEW YORK MELLON CORP	064058100	352173	12148100	SH	D
BANK OF NOVA SCOTIA (THE) C\$	064149107	561413	12284000	SH	D
BARD C R INC	067383109	353706	4499500	SH	D
BARE ESCENTUALS INC	067511105	50770	4270000	SH	D
BARRICK GOLD CORP US\$	067901108	2669763	70442300	SH	D
BAXTER INTERNATIONAL INC	071813109	1256757	22044500	SH	D
BB&T CORPORATION	054937107	295130	10834436	SH	D

BEACON ROOFING SUPPLY INC	073685109	26514	1659225	SH	D
BEAZER HOMES USA CV 4.625% 06-15-24	07556QAL9	2940	\$3360000	PRN	D
BECKMAN COULTER INC	075811109	24129	350000	SH	D
BECTON DICKINSON & CO	075887109	70517	1011000	SH	D
BED BATH & BEYOND INC	075896100	412940	11000000	SH	D
BEMIS COMPANY INC	081437105	31740	1225000	SH	D
BERKSHIRE HATHAWAY INC CL A	084670108	2579540	25540	SH	D
BERKSHIRE HATHAWAY INC CL B	084670207	12229	3680	SH	D
BEST BUY CO INC	086516101	774701	20647675	SH	D
BHP BILLITON LTD ADR	088606108	20133	305000	SH	D
BHP BILLITON PLC ADR	05545E209	212389	3854600	SH	D
BIOGEN IDEC INC	09062X103	101040	2000000	SH	D
BLACKBOARD INC	091935502	11334	300000	SH	D
BLUE NILE	09578R103	105826	1703575	SH	D
BOEING CO	097023105	3514779	64908200	SH	D
BOK FINANCIAL CORP	05561Q201	63458	1370000	SH	D
BOSTON PROPERTIES LP CV SR NT 2.875% 02-15-37	10112RAK0	28988	\$30000000	PRN	D
BOSTON PROPERTIES LP CV SR NT 3.75% 05-15-36	10112RAG9	25156	\$25000000	PRN	D
BOSTON SCIENTIFIC CORP	101137107	442843	41817131	SH	D
BOWNE & CO INC	103043105	13373	1736682	SH	D
BRADY CORP CL A N/V	104674106	38772	1350000	SH	D
BRISTOL-MYERS SQUIBB CO	110122108	1818173	80735910	SH	D
BROWN & BROWN INC	115236101	14849	775000	SH	D
BURLINGTON NORTHERN SANTA FE CORP	12189T104	706496	8850000	SH	D
CADENCE DESIGN SYSTEMS INC	127387108	11010	1500000	SH	D
CAMECO CORP C\$	13321L108	262943	9463100	SH	D
CANADIAN NATURAL RESOURCES LTD C\$	136385101	1324409	19587700	SH	D
CANADIAN PACIFIC RAILWAY LTD C\$	13645T100	74965	1600000	SH	D
CAPITALSOURCE INC (REIT)	14055X102	43513	10025954	SH	D
CARDINAL HEALTH INC	14149Y108	262251	9785500	SH	D
CARMAX INC	143130102	337838	16164500	SH	D
CARNIVAL CORP COMMON PAIRED STOCK	143658300	189926	5706900	SH	D
CATERPILLAR INC	149123101	311060	6060000	SH	D
CBS CORP CL B N/V	124857202	84350	7000000	SH	D
CELGENE CORP	151020104	861978	15420000	SH	D
CELLCOM ISRAEL LTD (USD)	B1QHD79	35664	1172000	SH	D
CEMEX SAB DE CV CPO UNIT ADR (2 A SHRS + 1 B SHR)	151290889	38760	3000000	SH	D
CENTERSTATE BANKS INC	15201P109	7890	1000000	SH	D
CENTRAL EUROPEAN MEDIA ENTERPRISES CL A	2529848	15926	465000	SH	D
CENTURYTEL INC	156700106	3833	114077	SH	D
CHEVRON CORP	166764100	4339890	61619906	SH	D
CHIPOTLE MEXICAN GRILL INC CL A	169656105	89920	926532	SH	D
CHIPOTLE MEXICAN GRILL INC CL B	169656204	140159	1684200	SH	D
CHOICE HOTELS INTERNATIONAL	169905106	12424	400000	SH	D
CHUBB CORP	171232101	363507	7211000	SH	D
CHURCH & DWIGHT CO INC	171340102	16465	290174	SH	D
CIA DE BEBIDAS DAS AMERICAS PN ADR (AMBEV)	20441W203	101180	1230000	SH	D
CINCINNATI BELL INC	171871106	248	70740	SH	D
CINCINNATI FINL CORP	172062101	77970	3000000	SH	D
CISCO SYSTEMS INC	17275R102	4963760	210864900	SH	D
CITIGROUP INC	172967101	1581672	326791726	SH	D
CITY HOLDING CO	177835105	2687	90129	SH	D
CITY NATIONAL CORP	178566105	55670	1430000	SH	D
CLIFFS NATURAL RESOURCES INC	18683K101	236228	7300000	SH	D
CLOROX CO	189054109	355861	6050000	SH	D

COCA-COLA CO	191216100	5138494	95688900	SH	D
COLGATE-PALMOLIVE CO	194162103	316516	4149400	SH	D
COMCAST CORP CL A (NEW)	20030N101	854296	50580000	SH	D
COMERICA INC	200340107	80406	2710000	SH	D
CONAGRA FOODS INC	205887102	29060	1340400	SH	D
CONCHO RESOURCES INC	20605P101	140527	3869137	SH	D
CONOCOPHILLIPS	20825C104	1934388	42834100	SH	D
CONSOL ENERGY INC 144 PIPES	20854P109	791969	17556400	SH	D
CONSOLIDATED EDISON INC	209115104	307050	7500000	SH	D
CONTINENTAL AIR CL B	210795308	113189	6885000	SH	D
COOPER INDUSTRIES PLC CL A	B40K911	169253	4505000	SH	D
CORE LABORATORIES	2182531	256972	2492700	SH	D
CORNING INC	219350105	1766881	115407000	SH	D
CORPORATE EXECUTIVE BOARD COMPANY	21988R102	80808	3245301	SH	D
COSAN LTD CL A	B23Z3F1	64431	8155864	SH	D
COSTCO WHOLESALE CORP	22160K105	112920	2000000	SH	D
COVANCE INC	222816100	390801	7217000	SH	D
CTC MEDIA INC	12642X106	11790	750000	SH	D
CULLEN/FROST BANKERS	229899109	94303	1826167	SH	D
CVS CAREMARK CORP	126650100	361510	10115000	SH	D
CYPRESS BIOSCIENCE	232674507	6128	750000	SH	D
DANAHER CORP	235851102	41065	610000	SH	D
DEERE & CO	244199105	1166566	27180000	SH	D
DELTA AIR LINES INC NEW	247361702	229500	25613841	SH	D
DENTSPLY INTL INC	249030107	20724	600000	SH	D
DESARROLLADORA HOMEX SA ADR	25030W100	46092	1220000	SH	D
DEVON ENERGY CORP	25179M103	517727	7689400	SH	D
DEVRY INC	251893103	132768	2400000	SH	D
DIAMOND OFFSHORE DRILLING INC	25271C102	764733	8006000	SH	D
DIGITAL RIVER INC	25388B104	100598	2495000	SH	D
DISCOVER FINANCIAL SERVICES	254709108	8115	500000	SH	D
DISNEY WALT CO (THE)-DISNEY COMMON	254687106	197712	7200000	SH	D
DOLBY LABORATORIES INC CL A	25659T107	8341	218400	SH	D
DONNELLEY R R & SONS CO	257867101	60493	2845400	SH	D
DOW CHEMICAL CO	260543103	1521869	58376252	SH	D
DR HORTON INC	23331A109	8501	745000	SH	D
DTE ENERGY CO	233331107	175700	5000000	SH	D
DUFF & PHELPS CORP CL A	26433B107	18355	958000	SH	D
DUKE ENERGY CORP	26441C105	1198352	76134154	SH	D
DUPONT EI DE NEMOURS & CO	263534109	1449739	45107000	SH	D
DYNEGY INC CL A NEW	26817G102	89046	34920000	SH	D
EATON CORP	278058102	188266	3326833	SH	D
EATON VANCE N/V	278265103	16794	600000	SH	D
ECOLAB INC	278865100	254265	5500000	SH	D
EDISON INTERNATIONAL	281020107	685032	20400000	SH	D
EMC CORPORATION	268648102	2072746	121640000	SH	D
EMERITUS CORPORATION	291005106	6395	291334	SH	D
EMERSON ELECTRIC CO	291011104	1608533	40133063	SH	D
ENCANA CORP C\$	292505104	417875	7207000	SH	D
ENERGY CORP	29364G103	1199001	15013784	SH	D
EOG RESOURCES INC	26875P101	269283	3224565	SH	D
EQUITY RESIDENTIAL SH BEN INT (REIT)	29476L107	210074	6842800	SH	D
ERP OPERATING LP CV SR NT 3.85% 08-15-26	26884AAV5	27879	\$28000000	PRN	D
EURAND NV (USD)	B1XJYR5	14383	950000	SH	D
EV3 INC	26928A200	13295	1080000	SH	D
EXELON CORPORATION	30161N101	1900491	38300900	SH	D
EXPEDITORS INTL WASH	302130109	42751	1216245	SH	D
EXPONENT INC	30214U102	26378	936400	SH	D
EXXON MOBIL CORP	30231G102	860575	12543000	SH	D

FAIRCHILD SEMICONDUCTOR INTERNATIONAL	303726103	5115	500000 SH	D
FAIRFAX FINANCIAL HLDGS LTD S/V C\$	303901102	342692	923500 SH	D
FASTENAL CO	311900104	108186	2795500 SH	D
FEDEX CORP	31428X106	441064	5863650 SH	D
FIDELITY NATIONAL INFORMATION SERVICES	31620M106	569638	22330000 SH	D
FIFTH THIRD BANCORP	316773100	202600	20000000 SH	D
FIRST HORIZON NATIONAL CORP	320517105	47041	3555653 SH	D
FIRST NIAGARA FINANCIAL GRP INC	33582V108	184334	14950000 SH	D
FIRST SOLAR INC	336433107	1569994	10270795 SH	D
FIRSTENERGY CORP	337932107	996536	21796500 SH	D
FIRSTMERIT CORP	337915102	18107	951517 SH	D
FMC TECHNOLOGIES INC	30249U101	697164	13345400 SH	D
FOMENTO ECONOMICO MEXICANO SAB DE CV ADR	344419106	36338	955000 SH	D
FORD MOTOR CO	345370860	247720	34357815 SH	D
FORD MOTOR CO CV 4.25% 12-15-36	345370CF5	1	\$700 PRN	D
FPL GROUP INC	302571104	94377	1708800 SH	D
FRANKLIN RES INC	354613101	100600	1000000 SH	D
FREEPORT MCMORAN COPPER & GOLD CV PFD	35671D782	29870	290000 SH	D
6.75% 05-01-2010				
FREEPORT-MCMORAN COPPER & GOLD	35671D857	329328	4800000 SH	D
FRESENIUS KABI PHARMACEUTICAL HLDG CVR	35802M115	889	1533347 SH	D
(CONTINGENT VALUE RIGHT)				
GALLAGHER ARTHUR J	363576109	146220	6000000 SH	D
GANNETT CO INC	364730101	80064	6400000 SH	D
GAP INC	364760108	3745	175000 SH	D
GENERAL DYNAMICS CORP	369550108	971959	15045800 SH	D
GENERAL ELECTRIC CO (USD)	369604103	1021488	62210000 SH	D
GENERAL MILLS INC	370334104	286813	4455000 SH	D
GEORGIA GULF CORP 144 PP (LOCKUP	373200302	236800	8770357 SH	D
03/17/10)				
GILEAD SCIENCES INC	375558103	1353149	29050000 SH	D
GLACIER BANCORP INC	37637Q105	36738	2459000 SH	D
GOLDCORP INC US\$	380956409	127973	3170000 SH	D
GOLDMAN SACHS GROUP INC	38141G104	737400	4000000 SH	D
GOOGLE INC CL A	38259P508	4492029	9059250 SH	D
GRACO INC	384109104	86397	3100000 SH	D
GRAINGER INC (WW)	384802104	18766	210000 SH	D
GRAN TIERRA ENERGY INC	38500T101	20592	4950000 SH	D
GRAND CANYON EDUCATION INC	38526M106	14264	800000 SH	D
GREAT PLAINS ENERGY CV PFD EQUITY UNITS	391164803	22190	350000 SH	D
12% 06-15-2012				
GRUPO AEROPORTUARIO DEL PACIFICO SAB ADR	400506101	48187	1709360 SH	D
CL B				
GRUPO TELEVISIA CPO ADR	40049J206	93229	5015000 SH	D
HALLIBURTON CO	406216101	1309354	48280000 SH	D
HARLEY-DAVIDSON INC	412822108	460	20000 SH	D
HARMAN INTL INDS	413086109	170823	5042000 SH	D
HARSCO CORP	415864107	25003	706100 SH	D
HCP INC (REIT)	40414L109	70192	2442300 SH	D
HEARTLAND PAYMENT SYSTEMS INC	42235N108	58112	4004950 SH	D
HEICO CORP CL A	422806208	1696	50000 SH	D
HEINZ H J CO	423074103	1028003	25861700 SH	D
HELMERICH & PAYNE	423452101	223384	5651000 SH	D
HERSHEY CO/THE	427866108	344261	8859000 SH	D
HESS CORP	42809H107	355188	6644000 SH	D
HEWLETT-PACKARD CO	428236103	2187051	46326000 SH	D
HOLOGIC INC	436440101	325754	19936000 SH	D
HOME BANCSHARES INC	436893200	10960	500000 SH	D
HOME DEPOT INC	437076102	2001463	75130000 SH	D

HOME FEDERAL BANCORP	43710G105	17179	1504249 SH	D
HONEYWELL INTERNATIONAL INC	438516106	603037	16232500 SH	D
HOSPIRA INC	441060100	800882	17957000 SH	D
HOSPITALITY PROPERTIES TRUST (REIT)	44106M102	194024	9525000 SH	D
HOST HOTELS & RESORTS INC (REIT)	44107P104	72185	6133000 SH	D
HSBC HOLDINGS PLC ADR	404280406	85165	1485000 SH	D
HSW INTL INC 144 (OCT 09) (6 MONTH LOCK UP)	40431N104	96	279447 SH	D
HUBBELL INC CL B	443510201	137428	3272100 SH	D
HUMAN GENOME SCIENCES INC	444903108	196387	10435000 SH	D
HUTCHINSON TECHNOLOGY INC	448407106	6547	922104 SH	D
HYTHIAM INC	44919F104	670	1000000 SH	D
IDEX CORP	45167R104	102297	3660000 SH	D
ILLINOIS TOOL WORKS INC	452308109	371150	8690000 SH	D
IMPERIAL OIL LTD C\$	453038408	445473	11689421 SH	D
INCYTE CORP	45337C102	10125	1500000 SH	D
INTEL CORP	458140100	1241325	63430000 SH	D
INTERMEC INC	458786100	8813	625000 SH	D
INTERNATIONAL BUSINESS MACHINES CORP	459200101	1970814	16477000 SH	D
INTERNET BRANDS INC CL A	460608102	26118	3272895 SH	D
INTERNET CAPITAL GROUP INC	46059C205	25883	3096000 SH	D
INTREPID POTASH INC	46121Y102	12781	541813 SH	D
INTUIT	461202103	705660	24760000 SH	D
INTUITIVE SURGICAL INC	46120E602	1101194	4199025 SH	D
IPC THE HOSPITALIST CO LTD	44984A105	11794	375000 SH	D
IRON MOUNTAIN INC NEW	462846106	447488	16785000 SH	D
ITAU UNIBANCO HOLDING SA PN ADR	465562106	284521	14120123 SH	D
ITT CORPORATION	450911102	36505	700000 SH	D
JETBLUE AIRWAYS CORP	477143101	18476	3089546 SH	D
JOHNSON & JOHNSON	478160104	2099426	34479000 SH	D
JOHNSON CONTROLS INC	478366107	1713839	67051600 SH	D
JOY GLOBAL INC	481165108	315773	6452238 SH	D
JPMORGAN CHASE & CO	46625H100	3397347	77529600 SH	D
JUNIPER NETWORKS INC	48203R104	472850	17500000 SH	D
K12 INC	48273U102	12360	750018 SH	D
KAYDON CORP	486587108	19452	600000 SH	D
KB HOME	48666K109	8305	500000 SH	D
KBR INC	48242W106	448890	19273920 SH	D
KEYCORP	493267108	45793	7045000 SH	D
KIMBERLY-CLARK CORP	494368103	302414	5127400 SH	D
KLA-TENCOR CORP	482480100	535082	14921418 SH	D
KNIGHT TRANSPORTATION INC	499064103	14229	848000 SH	D
KRAFT FOODS INC CL A	50075N104	1497359	56998821 SH	D
LAM RESEARCH	512807108	85400	2500000 SH	D
LAS VEGAS SANDS CORP	517834107	381931	22680000 SH	D
LAUDER (ESTEE) COS INC (THE) CL A	518439104	459096	12381240 SH	D
LDK SOLAR COMPANY LTD ADR	50183L107	5862	680000 SH	D
LEGGETT & PLATT INC	524660107	113956	5874000 SH	D
LENDER PROCESSING SERVICES INC	52602E102	445463	11670500 SH	D
LEXMARK INTERNATIONAL INC CL A	529771107	21540	1000000 SH	D
LILLY ELI & CO	532457108	2690960	81470191 SH	D
LIMITED BRANDS INC	532716107	81063	4771200 SH	D
LINCOLN NATIONAL CORP	534187109	85840	3313000 SH	D
LINEAR TECHNOLOGY CORP	535678106	684810	24785000 SH	D
LINEAR TECHNOLOGY CV SER A (OPT) 3.00% 5-1-27	535678AC0	72265	\$74500000 PRN	D
LOCKHEED MARTIN CORP	539830109	583898	7478200 SH	D
LOOPNET INC	543524300	9221	1020000 SH	D
LOWES COMPANIES INC	548661107	855533	40856400 SH	D

LULULEMON ATHLETICA INC US\$	550021109	160063	7035714 SH	D
MACY'S INC	55616P104	201190	11000000 SH	D
MAGNA INTERNATIONAL INC CL A US\$	559222401	130749	3075000 SH	D
MARRIOTT INTERNATIONAL INC CL A NEW	571903202	391769	14199664 SH	D
MARSH & MCLENNAN COMPANIES INC	571748102	953661	38562925 SH	D
MARSHALL & ILSLEY	571837103	85461	10589996 SH	D
MARTIN MARIETTA MATERIALS INC	573284106	27621	300000 SH	D
MASCO CORP	574599106	329215	25481013 SH	D
MATTEL INC	577081102	88607	4799919 SH	D
MAXIM INTEGRATED PRODUCTS INC	57772K101	221308	12200000 SH	D
MB FINANCIAL INC	55264U108	34601	1650000 SH	D
MCDONALDS CORP	580135101	3802654	66631400 SH	D
MCGRAW-HILL COMPANIES INC (THE)	580645109	142544	5670000 SH	D
MCKESSON CORP	58155Q103	212296	3565000 SH	D
MEADWESTVACO CORP	583334107	309009	13850696 SH	D
MEDCO HEALTH SOLUTIONS INC	58405U102	51217	926000 SH	D
MEDICIS PHARMACEUTICAL CL A	584690309	12597	590000 SH	D
MEDTRONIC INC	585055106	2380224	64680000 SH	D
MERCK & CO INC	589331107	4924003	155675087 SH	D
MERCURY GENERAL CORP	589400100	108566	3000724 SH	D
METAVANTE TECHNOLOGIES INC	591407101	136656	3963332 SH	D
METTLER-TOLEDO INTERNATIONAL	592688105	4620	51000 SH	D
MGM MIRAGE	552953101	120400	10000000 SH	D
MICROCHIP TECHNOLOGY INC	595017104	543992	20528000 SH	D
MICRON TECH CV NT (MU) 1.875% 06-01-14	595112AH6	14489	\$17300000 PRN	D
MICRON TECHNOLOGY INC 144A	595112103	149758	18263116 SH	D
MICROS SYSTEMS INC	594901100	12738	421929 SH	D
MICROSOFT CORP	594918104	6747931	260638500 SH	D
MILLIPORE CORP	601073109	56264	800000 SH	D
MINE SAFETY APPLIANCES CO	602720104	17882	650000 SH	D
MINERALS TECHNOLOGIES INC	603158106	59212	1245000 SH	D
MOBILE TELESYSTEMS OJSC ADR	607409109	148221	3070656 SH	D
MONSANTO CO NEW	61166W101	1691190	21850000 SH	D
MOODYS CORP	615369105	285519	13955000 SH	D
MORGAN STANLEY	617446448	555840	18000000 SH	D
MOSAIC COMPANY	61945A107	48070	1000000 SH	D
MSC INDUSTRIAL DIRECT CO INC CL A	553530106	107033	2456000 SH	D
MURPHY OIL CORP	626717102	654020	11360436 SH	D
MYLAN INC CV PFD 6.5% 11/15/2010	628530206	144983	140000 SH	D
NATIONAL CITY CORP CV SR NOTE (PNC FIN) 4.00% 02-01-11	635405AW3	25313	\$25000000 PRN	D
NATIONAL INSTRUMENTS CORP	636518102	104469	3780993 SH	D
NET 1 UEPS TECHNOLOGIES INC	64107N206	24500	1168873 SH	D
NETEASE.COM ADR	64110W102	20099	440000 SH	D
NEW ORIENTAL EDU & TECH GRP INC ADR	647581107	23733	295000 SH	D
NEW YORK COMMUNITY BANCORP INC	649445103	229542	20100000 SH	D
NEWMONT MINING CORP	651639106	1944799	44179900 SH	D
NEWS CORP INC CL A	65248E104	1041419	86857298 SH	D
NEXEN INC C\$	65334H102	337283	14817436 SH	D
NIKE INC CL B	654106103	598799	9255000 SH	D
NISOURCE INC	65473P105	67500	4859596 SH	D
NOBLE ENERGY INC	655044105	643704	9759000 SH	D
NOKIA CORP OYJ ADR	654902204	106459	7281700 SH	D
NORDSTROM INC	655664100	385397	12619400 SH	D
NORFOLK SOUTHERN CORP	655844108	409545	9500000 SH	D
NORTHERN TRUST CORP	665859104	290538	4995500 SH	D
NORTHROP GRUMMAN CORP	666807102	1335406	25804943 SH	D
NORTHWEST BANCORP INC	667328108	30834	1350000 SH	D
NOVARTIS AG NAMEN ADR	66987V109	151140	3000000 SH	D

NOVELLUS SYSTEMS INC	670008101	61513	2932000 SH	D
NRG ENERGY INC	629377508	298814	10600000 SH	D
NUCOR CORP	670346105	141030	3000000 SH	D
NV ENERGY INC	67073Y106	46360	4000000 SH	D
NVR INC	62944T105	214794	337000 SH	D
OCCIDENTAL PETROLEUM CORP	674599105	1926589	24573844 SH	D
ONCOGENEX PHARMACEUTICAL INC	68230A106	3600	100000 SH	D
ONYX PHARMACEUTICALS	683399109	29970	1000000 SH	D
ORACLE CORP	68389X105	3867979	185603579 SH	D
PACWEST BANCORP	695263103	16326	857000 SH	D
PALM INC	696643105	295473	16952000 SH	D
PARKER-HANNIFIN CORP	701094104	393984	7600000 SH	D
PARTNER COMMUNICATIONS CO ADR	70211M109	5081	270000 SH	D
PARTNERRE HLDGS LTD	2671932	107331	1395000 SH	D
PATRIOT COAL CORP	70336T104	38996	3316000 SH	D
PAYCHEX INC	704326107	1283516	44183000 SH	D
PEABODY ENERGY CORP	704549104	169351	4550000 SH	D
PENN NATIONAL GAMING INC	707569109	114125	4126000 SH	D
PENN WEST ENERGY TRUST C\$	707885109	171539	10802500 SH	D
PENNEY J C INC	708160106	67838	2010000 SH	D
PENTAIR INC	709631105	22140	750000 SH	D
PEOPLES UNITED FINANCIAL INC	712704105	493268	31701000 SH	D
PEPSICO INC	713448108	1103796	18816836 SH	D
PERFECT WORLD CO LTD ADR CL B	71372U104	19432	404000 SH	D
PETROHAWK ENERGY CORP	716495106	441106	18220000 SH	D
PETROLEO BRASILEIRO ON ADR (PETROBRAS)	71654V408	2452636	53434326 SH	D
PETROLEO BRASILEIRO PN ADR (PETROBRAS)	71654V101	368099	9364010 SH	D
PFIZER INC	717081103	1087335	65700000 SH	D
PG&E CORP	69331C108	529150	13068665 SH	D
PHARMACEUTICAL PRODUCT DEVELOPMENT	717124101	162381	7401150 SH	D
PHILIP MORRIS INTERNATIONAL	718172109	3490094	71606366 SH	D
PIONEER NATURAL RESOURCES CO	723787107	138084	3805000 SH	D
PITNEY BOWES INC	724479100	180759	7274000 SH	D
PLAINS EXPLORATION & PRODUCTION CO	726505100	192071	6944000 SH	D
PNC FINANCIAL SERVICES GROUP INC	693475105	835908	17203286 SH	D
POTASH CORP OF SASKATCHEWAN INC US\$	73755L107	1325749	14675100 SH	D
PPG INDUSTRIES INC	693506107	324436	5573549 SH	D
PPL CORPORATION	69351T106	882894	29100000 SH	D
PRAXAIR INC	74005P104	1095871	13415000 SH	D
PRECISION CASTPARTS	740189105	193553	1900000 SH	D
PROCTER & GAMBLE CO	742718109	1077938	18610800 SH	D
PROGRESS ENERGY INC	743263105	79893	2045400 SH	D
PROGRESSIVE CORP	743315103	48911	2950000 SH	D
PROLOGIS SBI (REIT)	743410102	66752	5600000 SH	D
PSS WORLD MEDICAL	69366A100	19647	900000 SH	D
PUBLIC SERVICE ENTERPRISE GROUP INC	744573106	157	5000 SH	D
PUBLIC STORAGE (REIT)	74460D109	69221	920000 SH	D
QUALCOMM INC	747525103	1266637	28160000 SH	D
QUESTAR CORP	748356102	187800	5000000 SH	D
QUICKSILVER RESOURCES INC	74837R104	36783	2592200 SH	D
QWEST COMMUNICATIONS INTERNATIONAL INC	749121109	121920	32000000 SH	D
RAYONIER INC (REIT)	754907103	17694	432503 SH	D
RAYTHEON COMPANY	755111507	320619	6683732 SH	D
RED HAT INC	756577102	247750	8963445 SH	D
REDWOOD TRUST INC (REIT)	758075402	39525	2550000 SH	D
REGAL ENTERTAINMENT GROUP CL A	758766109	59469	4827018 SH	D
RENAISSANCERE HLDGS LTD	2728429	7721	141000 SH	D
REPUBLIC SERVICES INC	760759100	322390	12133600 SH	D
RESMED INC	761152107	79552	1760000 SH	D

RESOURCES CONNECTION INC	76122Q105	59326	3477500	SH	D
REYNOLDS AMERICAN INC	761713106	162498	3650000	SH	D
RIGEL PHARMACEUTICALS INC	766559603	12300	1500000	SH	D
RITCHIE BROS AUCTIONEERS INC US\$	767744105	17301	705000	SH	D
ROBERT HALF INTL	770323103	71182	2845000	SH	D
ROCKWELL AUTOMATION INC	773903109	127800	3000000	SH	D
ROPER INDUSTRIES NEW	776696106	279116	5475000	SH	D
ROYAL BANK OF CANADA C\$	780087102	1399	26000	SH	D
ROYAL DUTCH SHELL CL A ADR	780259206	587856	10279000	SH	D
ROYAL DUTCH SHELL CL B ADR	780259107	3025224	54244642	SH	D
RPM INTERNATIONAL INC	749685103	22188	1200000	SH	D
RRI ENERGY INC	74971X107	203479	28498500	SH	D
RYANAIR HOLDINGS PLC ADR	783513104	313455	10793903	SH	D
SAFEWAY INC	786514208	98600	5000000	SH	D
SAKS INC	79377W108	57203	8387500	SH	D
SAKS INC CV SR NT 2.00% 03-15-24	79377WAL2	4163	\$5000000	PRN	D
SAP AG ADR	803054204	1114358	22802500	SH	D
SARA LEE CORP	803111103	56	5000	SH	D
SAVIENT PHARMACEUTICALS INC	80517Q100	7600	500000	SH	D
SCHERING-PLOUGH CORP	806605101	351748	12451243	SH	D
SCHERING-PLOUGH CORP CV PFD 6.0% 08-13-2010	806605705	259204	1068000	SH	D
SCHLUMBERGER LTD	806857108	1241230	20826000	SH	D
SCOTTS MIRACLE-GRO CO CL A	810186106	27918	650000	SH	D
SERVICE CORPORATION INTERNATIONAL	817565104	28040	4000000	SH	D
SHAW COMMUNICATIONS INC CL B N/V US\$	82028K200	315175	17500000	SH	D
SHIRE PLC ADR	82481R106	337271	6450000	SH	D
SIGMA-ALDRICH CORP	826552101	536272	9934649	SH	D
SKILLSOFT PLC ADR	830928107	56160	5850000	SH	D
SMITH INTL INC	832110100	576442	20085098	SH	D
SOCIEDAD QUIMICA Y MINERA B ADR (SOQUIMICH)	833635105	19604	500992	SH	D
SOLERA HOLDINGS INC	83421A104	16333	525000	SH	D
SONOSITE INC	83568G104	35830	1354100	SH	D
SOUTHERN CO	842587107	635364	20062000	SH	D
SPECTRA ENERGY CORP	847560109	346818	18311414	SH	D
SPIRIT AEROSYSTEMS HLDGS INC CL A	848574109	56051	3103600	SH	D
SPRINT NEXTEL CORP SERIES 1	852061100	6677	1690391	SH	D
ST JUDE MEDICAL	790849103	406796	10428000	SH	D
ST MARY LAND & EXPLORATION	792228108	29587	911500	SH	D
STARBUCKS CORP	855244109	831225	40253000	SH	D
STERLITE INDUSTRIES LTD ADS	859737207	34607	2167019	SH	D
STRAYER EDUCATION INC	863236105	314548	1445000	SH	D
STRYKER CORP	863667101	924376	20347255	SH	D
SUNCOR ENERGY INC C\$	867224107	4048974	115763853	SH	D
SUNTRUST BANKS INC	867914103	389100	17255000	SH	D
SVB FINANCIAL GROUP	78486Q101	39116	904000	SH	D
SYSCO CORP	871829107	323067	13000700	SH	D
T ROWE PRICE GROUP INC	74144T108	383880	8400000	SH	D
TAIWAN SEMICONDUCTOR MFG CO ADR	874039100	215359	19649519	SH	D
TARGET CORP	87612E106	779201	16692400	SH	D
TECHNE CORP	878377100	9383	150000	SH	D
TELEPHONE/DATA SYSTS SPECIAL SHARE	879433860	103675	3493100	SH	D
TENARIS SA ADR	88031M109	995711	27953718	SH	D
TERRITORIAL BANCORP INC	88145X108	12270	782500	SH	D
TEVA PHARM ADR	881624209	556631	11009307	SH	D
TEXAS INSTRUMENTS INC	882508104	969750	40935000	SH	D
TEXTRON INC	883203101	28470	1500000	SH	D
THORATEC CORP	885175307	161929	5349500	SH	D

TIFFANY & CO	886547108	36488	947000	SH	D
TIME WARNER CABLE INC	88732J207	93707	2174672	SH	D
TIME WARNER INC	887317303	933239	32426666	SH	D
TORONTO DOMINION BANK (THE) C\$	891160509	100381	1550000	SH	D
TOTAL SA ADR	89151E109	422376	7127500	SH	D
TRANS1 INC	89385X105	7792	1620000	SH	D
TRANSDIGM GROUP INC	893641100	74267	1491000	SH	D
TRANSOCEAN INC SER C CV (OPT) SR NT 1.5% 12-15-37	893830AW9	34863	\$36410000	PRN	D
TRANSOCEAN LTD	B3KFWW1	152036	1777577	SH	D
TRAVELERS COMPANIES INC	89417E109	73845	1500000	SH	D
TREEHOUSE FOODS INC	89469A104	11593	325000	SH	D
TRIMBLE NAVIGATION LTD	896239100	241037	10081000	SH	D
TYCO ELECTRONICS LTD (REG)	B62B7C3	297249	13341500	SH	D
TYCO INTERNATIONAL LTD	B64GC98	1280596	37140250	SH	D
U S BANCORP NEW	902973304	1716460	78520600	SH	D
UAL CORP	902549807	68263	7403816	SH	D
UAL CORP SR SUB NT CV (OPT) 4.50% 06-30-21	902549AH7	64567	\$87100000	PRN	D
UBS AG NAMEN 144A	B18YFJ4	1380689	75388766	SH	D
ULTIMATE SOFTWARE GROUP INC (THE)	90385D107	13786	480000	SH	D
UNILEVER NV NY SHRS	904784709	332806	11531750	SH	D
UNION PACIFIC CORP	907818108	771971	13230000	SH	D
UNITED PARCEL SERVICE INC CL B	911312106	2347571	41572000	SH	D
UNITED STATES STEEL CORP	912909108	178367	4020000	SH	D
UNITED TECHNOLOGIES CORP	913017109	2538831	41668000	SH	D
UNITED THERAPEUTICS CORP	91307C102	9798	200000	SH	D
UNITEDHEALTH GROUP INC	91324P102	727137	29039000	SH	D
URS CORP	903236107	283646	6498200	SH	D
VALE CAPITAL II LTD CV PFD (VALE) 6.75% 06-15-2012	91912F201	31082	450000	SH	D
VALE CAPITAL II LTD CV PFD (VALEP) 6.75% 06-15-2012	91912F300	77770	1100000	SH	D
VALE SA ON ADR	91912E105	602937	26067300	SH	D
VALE SA PNA ADR	91912E204	61530	3000000	SH	D
VALLEY NATIONAL BANCORP	919794107	151	12300	SH	D
VARIAN SEMICONDUCTOR EQUIPMENT ASSOCS	922207105	18719	570000	SH	D
VERIZON COMMUNICATIONS INC	92343V104	3956225	130697900	SH	D
VERTEX PHARMACEUTCLS INC	92532F100	368047	9711000	SH	D
VF CORP	918204108	77138	1065000	SH	D
VICAL INC	925602104	4368	1025279	SH	D
VIRGIN MEDIA INC	92769L101	297707	21387000	SH	D
VISA INC CL A	92826C839	200419	2900000	SH	D
VISION-SCIENCES INC	927912105	3190	2200000	SH	D
VMWARE INC CL A	928563402	3975	98957	SH	D
VOLCANO CORP	928645100	17745	1055000	SH	D
VOTORANTIM CELULOSE E PAPEL ON ADR (VCP)	92906P205	22997	1401400	SH	D
VULCAN MATERIALS CO	929160109	259113	4792167	SH	D
WAL-MART STORES INC	931142103	1827130	37220000	SH	D
WALGREEN CO	931422109	525	14000	SH	D
WALTER ENERGY INC	93317Q105	84084	1400000	SH	D
WASHINGTON POST CO CL B	939640108	1	1	SH	D
WASTE MANAGEMENT INC NEW	94106L109	1198517	40191700	SH	D
WATERS CORP	941848103	33516	600000	SH	D
WATSCO INC	942622200	134527	2495400	SH	D
WEIGHT WATCHERS INTL INC	948626106	186812	6808000	SH	D
WELLS FARGO & CO (NEW)	949746101	3961511	140578796	SH	D
WESTFIELD FINANCIAL INC	96008P104	6776	800000	SH	D
WEYERHAEUSER CO	962166104	892098	24341000	SH	D

WINN-DIXIE STORES INC	974280307	2554	194677	SH	D
WISCONSIN ENERGY CORP	976657106	45170	1000000	SH	D
WYETH	983024100	1116903	22991000	SH	D
WYNDHAM WORLDWIDE CORP	98310W108	979	60000	SH	D
WYNN RESORTS LTD	983134107	418606	5905000	SH	D
XCEL ENERGY INC	98389B100	240500	12500000	SH	D
XENOPORT INC	98411C100	21230	1000000	SH	D
XILINX INC	983919101	333794	14252500	SH	D
XL CAPITAL LTD CL A	2283401	180514	10338700	SH	D
YAHOO! INC	984332106	2058675	115590950	SH	D
YAMANA GOLD INC C\$	98462Y100	57572	5344000	SH	D
ZENITH NATL INS CORP	989390109	21378	691835	SH	D
ZILOG INC	989524301	5843	2256000	SH	D
ZIMMER HOLDINGS INC	98956P102	432391	8089638	SH	D
ZIONS BANCORPORATION	989701107	87155	4850000	SH	D

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