



*Laborers' and Retirement Board Employees'
Annuity and Benefit Fund of Chicago*

August 16, 2013

The Honorable Pat Quinn
Governor, State of Illinois
207 State House
Springfield IL 62706

Dear Governor Quinn:

In accordance with Illinois Compiled Statutes, Chapter 40, Act 5, Article 1A, Section 108.5, requiring Illinois Public Retirement Systems to submit an annual report on economic opportunity investments, the Laborers' and Retirement Board Employees Annuity and Benefit Fund of Chicago (LABF) submits the following enclosures:

1. Investment Advisors headquartered in Illinois that are utilized by LABF
2. Publicly traded equity holdings headquartered in Illinois
3. Publicly traded corporate fixed income holdings headquartered in Illinois
4. Private equity holdings headquartered in Illinois that are held within a partnership structure in which LABF is an investor
5. Real estate properties located in Illinois that are held within commingled or partnership structures in which LABF is an investor
6. Hedge Fund holdings headquartered in Illinois that are held within a Hedge Fund of Funds structure in which LABF is an investor

All enclosed reports are as of June 30, 2013 or most recent reporting valuation.

Sincerely,

Maura J. Murrphy
Executive Director

enc.

cc: Speaker Michael Madigan, Speaker of the House of Representatives
Senator John J. Cullerton, President of the Senate

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**Laborers' and Retirement Board Employees'
Annuity and Benefit Fund of Chicago**

| | Market Value 6/30/2013 | % of Total Portfolio |
|--|---------------------------|----------------------------|
| Equity Managers | | |
| Ariel Investments | \$77,326,547 | 5.7% |
| BMO Global Asset Mgmt | 67,601,000 | 5.0% |
| Holland Capital | 67,931,274 | 5.0% |
| Keeley Asset Management | 69,759,131 | 5.1% |
| Northern Trust Emerging Mgr Program | 89,975,711 | 6.6% |
| Zacks Investments | 29,095,598 | 2.1% |
| International Equity Managers | | |
| Thomas White Int'l | 59,676,414 | 4.4% |
| Fixed Income Managers | | |
| Dearborn Partners | 51,570,789 | 3.8% |
| Neuberger Berman | 78,726,324 | 5.8% |
| UBS Global Asset Mgmt | 29,998,659 | 2.2% |
| Real Estate | | |
| Capri Capital Advisors | 12,703,737 | 0.9% |
| DV Urban Realty | 840,000 | 0.1% |
| DV Urban remaining commitment | 74,894 | 0.0% |
| John Buck Company | 6,496,833 | 0.5% |
| John Buck remaining commitment | 7,829,786 | 0.6% |
| Mesirow Financial | 7,507,743 | 0.5% |
| Mesirow Financial remaining commitment | 2,453,419 | 0.2% |
| Private Equity | | |
| Hopewell Ventures | 2,517,346 | 0.2% |
| Mesirow Financial | 23,052,844 | 1.7% |
| Mesirow Financial remaining commitment | 2,818,192 | 0.2% |
| Midwest Mezzanme | 6,383,877 | 0.5% |
| Midwest Mezz remaining commitment | 278,122 | 0.0% |
| Hedge Fund of Funds | | |
| Pluscios Management | 10,342,761 | 0.8% |
| Custodian/Short Term | | |
| The Northern Trust | 21,839,095 | 1.6% |
| | \$726,800,096 | 53.2% |
| LABF Total Portfolio | \$1,365,430,702 | |

LABF Domestic Equity

| Name | Location | Market Value | % of Portfolio |
|-----------------------------|------------------|---------------------|----------------|
| Abbott Laboratories | Abbott Park | \$216,675 | 0.02% |
| Abbvie Inc. | North Chicago | 261,765 | 0.02% |
| Acco Brands Corp | Lake Zurich | 46,021 | 0.00% |
| Akorn Inc. | Lake Forest | 474,863 | 0.03% |
| Allstate Corp | Northbrook | 1,247,319 | 0.09% |
| Anixter International Inc. | Glenview | 1,619,302 | 0.12% |
| Aon Corp | Chicago | 81,403 | 0.01% |
| Archer-Daniels-Midland CO | Decatur | 88,776 | 0.01% |
| Arthur J. Gallagher & Co. | Itasca | 1,004,870 | 0.07% |
| Baxter International | Deerfield | 1,090,102 | 0.08% |
| Beam Inc. | Deerfield | 40,264 | 0.00% |
| Boeing Co | Chicago | 607,777 | 0.04% |
| Catamaran Corp | Liste | 572,247 | 0.04% |
| CBOE Holdings | Chicago | 451,942 | 0.03% |
| CF Industry Holdings Inc | Deerfield | 1,571,112 | 0.12% |
| CME Group Inc. | Chicago | 91,936 | 0.01% |
| Deere & Co. | Moline | 746,931 | 0.05% |
| DeVry Inc | Oakbrook Terrace | 1,121,683 | 0.08% |
| Discover Financial Services | Riverwoods | 2,314,875 | 0.17% |
| Eqty Resdntl PPTYS TR | Chicago | 73,330 | 0.01% |
| Fortune Brands Inc. | Deerfield | 1,084,720 | 0.08% |
| GRAINGER W W INC COM | Lake Forest | 61,028 | 0.00% |
| Hillshire Brands | Downers Grove | 810,460 | 0.06% |
| Hospira Inc. | Lake Forest | 1,741,381 | 0.13% |
| Huron Consulting Group | Chicago | 44,390 | 0.00% |
| IDEX Corp | Northbrook | 961,854 | 0.07% |
| Illinois Tool Works | Glenview | 114,891 | 0.01% |
| Ingredion Inc | Westchester | 923,930 | 0.07% |
| John Bean Tech, Corp. | Chicago | 1,039,995 | 0.08% |
| Jones Lang LaSalle Inc | Chicago | 1,746,242 | 0.13% |
| Kraft Foods Inc | Northfield | 131,518 | 0.01% |
| McDonalds | Oak Brook | 395,901 | 0.03% |
| Mead Johnson | Glenview | 1,526,763 | 0.11% |
| Middleby Corp. | Elgin, IL | 409,917 | 0.03% |
| Motex Inc | Liste | 16,489 | 0.00% |
| Mondelez Intl Inc. | Deerfield | 691,311 | 0.05% |
| Motorola Inc | Schaumburg | 62,406 | 0.00% |
| Northern Trust Corp | Chicago | 49,678 | 0.00% |
| Packaging Corp America | Lake Forest | 582,869 | 0.04% |
| PC-Tel Inc. | Bloomingtondale | 1,316,944 | 0.10% |
| Robert Half Int'l | Menlo Park | 17,778 | 0.00% |
| Rubicon Technology Inc. | Bensenville | 822,504 | 0.06% |
| Stericycle Inc. | Lake Forest | 37,104 | 0.00% |
| Textura Corp | Deerfield | 38,287 | 0.00% |
| Ulta Salon Cosmetics | Bolingbrook | 708,149 | 0.05% |
| Walgreen Co. | Deerfield | 151,208 | 0.01% |
| Wintrust Financial Corp | Lake Forest | 995,280 | 0.07% |
| Zebra Technologies | Lincolnshire | 78,540 | 0.01% |
| | | <u>\$30,284,730</u> | <u>2.22%</u> |

LABF Fixed Income

| Name | Location | Market Value | % of Portfolio |
|-------------------------|-----------|------------------|----------------|
| Baxter Intl | Deerfield | \$124,186 | 0.01% |
| CNA Financial | Chicago | 238,219 | 0.02% |
| Commonwealth Edison Co. | Chicago | 313,075 | 0.02% |
| Fortune Brands Inc. | Deerfield | 262,960 | 0.02% |
| | | <u>\$938,440</u> | <u>0.07%</u> |

LABF Private Equity

| Name | Location | Market Value |
|--|--------------|--------------|
| CSMG Inc. | Chicago | \$0 * |
| InStadium Inc. | Chicago | 0 * |
| iTRACS Corp. | Westchester | 770,019 * |
| National Pasturized Eggs Inc. | Lansing | 16,413,836 * |
| VHT, Inc. | Des Plaines | 6,978,148 * |
| Microdynamics Corp. | Naperville | 4,697,864 * |
| OneTouchPoint Holdings LLC | Chicago | 6,280,519 * |
| Water Co. Holding LLC | Lombard | 2,596,738 * |
| Analyte Media Inc. | Chicago | 43,668 |
| Bar Louie | Chicago | 2,354 |
| BigMachines, Inc. | Chicago | 5,486 |
| Blackboard | Chicago | 7,620 |
| Braintree, Inc. | Chicago | 10,144 |
| Cardinal Agri-Logistics | Jacksonville | 3,228 |
| CDW Corporation | Vernon Hills | 11,586 |
| Certified Power | Mundelein | 516 |
| Coyote Logistics Holdings, LLC | Chicago | 2,413 |
| Evanston Capital Management, LLC | Evanston | 3,003 |
| Fieldglass Holdings, Inc. | Chicago | 11,732 |
| Flexera Software, Inc. | Schaumburg | 6,061 |
| Goji Food Solutions Ltd. | Chicago | 1,397 |
| Grosvenor Capital Management Holdings, LLP | Chicago | 1,927 |
| GrubHub, Inc. | Chicago | 252,757 |
| Hub International | Chicago | 6,042 |
| KAR Auction Services, Inc. | Westchester | 42,964 |
| Lincoln Renewable Energy, LLC | Chicago | 2,405 |
| Narrative Science | Evanston | 189 |
| Naurex, Inc. | Evanston | 7,754 |
| Poggled, Inc. | Chicago | 79 |
| PrivateBancorp, Inc. | Chicago | 675,749 |
| Sage Products | Cary | 14,406 |
| Singlehop | Chicago | 774 |
| Spothero | Chicago | 31 |
| Sprout Social, Inc. | Chicago | 1,023 |
| Things Remembered | Norridge | 5,742 |
| TransUnion Corporation | Chicago | 5,099 |
| Trunk Club | Chicago | 244 |
| Vantage Specialty Chemicals | Chicago | 9,969 |
| Hub International | Illinois | 370,000 * |
| Cortz | Illinois | 1,270,000 * |
| Grosvenor Capital Management Holdings, LLP | Illinois | 270,000 * |
| Elgin Equipment Group | Illinois | 1,360,000 * |
| Evanston Capital Management, LLC | Illinois | 50,000 * |
| Cleversafe | Illinois | 40,000 * |
| Cozzini Bros | Illinois | 480,000 * |
| Applied Systems | Illinois | 1,420,000 * |
| Extenet Systems | Illinois | 190,000 * |
| Keeley | Illinois | 100,000 * |
| RPK Capital | Illinois | 220,000 * |
| CDW Corporation | Illinois | 9,110,000 * |
| Columbus Foods | Illinois | 5,620,000 * |
| Nuveen Investments | Illinois | 2,430,000 * |
| Groupon, Inc. | Illinois | 2,250,000 * |
| MBXG Holdings (MediaBank) | Illinois | 400,000 * |
| Microdynamics Corp. | Illinois | 3,660,000 * |
| Packaging Dynamics Corp | Illinois | 910,000 * |
| Strong Precision Technologies | Illinois | 2,800,000 * |
| Sun Trading | Illinois | 40,000 * |
| TouchPoint Print Solutions | Illinois | 3,720,000 * |
| St Residential (fka Corus Construction) | Illinois | 1,240,000 * |

* Total market value of investment as of most recent reporting period.(Represents all investors capital)

LABF Real Estate

| Name | Location | Market Value* |
|--|---------------|----------------|
| Automatic Lofts | Chicago | \$40,456,316 * |
| Elaine Place | Chicago | 12,147,686 * |
| Laraway Expansion - Land | Joliet | 13,007,160 * |
| Millennium | Bloomington | 32,303,463 * |
| 1200 West Cermak | Chicago | 3,882,058 * |
| 2901 West 36th Place | Chicago | 2,062,313 * |
| 3301 W. Pershing Road | Chicago | 2,087,570 * |
| 4201 W. 36th Street (Campus&Tower&Land | Chicago | 9,771,254 * |
| 4401 W. 45th Street (Weyerhaeuser) | Chicago | 7,802,647 * |
| 4500 South Kolin Avenue | Chicago | 7,537,157 * |
| 4532 S. Kolin Avenue (46th St) | Chicago | 7,985,846 * |
| 4801 S. Whipple Street | Chicago | 143,266 * |
| Metropolis 39th & State | Chicago | 0 * |
| 217 N. Jefferson | Chicago | 7,800,000 * |
| 7100 S. Shore | Chicago | 6,410,000 * |
| 3348 S. Pulaski | Chicago | 6,250,000 * |
| 3030 N. Broadway | Chicago | 8,300,000 * |
| 3013-27 N. Waterloo | Chicago | 2,600,000 * |
| Park Boulevard Retail | Chicago | 3,660,000 * |
| 25 Northwest Point | Elk Grove | 19,700,000 * |
| Parkway North | Deerfield | 93,400,000 * |
| 200 N Michigan | Chicago | 19,365,118 * |
| Windbrooke Crossing Apts | Buffalo Grove | 36,803,660 * |

* Total market value of investment as of most recent reporting period. Represents all investors' capital

Investment in AFL-CIO Housing Trust:

The Trust has committed to multiple projects in IL totaling \$373,947,073
(see attached)

VII. Additional Information - Investing in Chicago

The HIT has committed nearly \$374 million to 38 projects listed below. The projects represent 8,949 housing units. The total development cost of these projects is over \$827 million and represents an estimated 5,200 union construction jobs.

| Project Name | Location | Total Units | Commitment | Total Devel. Cost |
|---|----------|-------------|-------------|-------------------|
| Alden Northmoor Nursing Center | Chicago | 198 | \$9,194,900 | \$10,114,390 |
| Bronzeville Senior Apartments | Chicago | 97 | 8,792,000 | 18,662,571 |
| Eden Green Apartments | Chicago | 258 | 16,188,000 | 33,529,405 |
| Hazel Winthrop Apartments | Chicago | 30 | 2,274,400 | 6,278,333 |
| Hearts United Apartments | Chicago | 116 | 5,700,400 | 13,181,647 |
| Hearts United Phase III | Chicago | 53 | 3,899,200 | 8,046,102 |
| Jackson Park Terrace | Chicago | 312 | 21,138,900 | 36,690,000 |
| JASC Kiero Nursing Home | Chicago | 180 | 6,502,000 | 7,152,200 |
| Lake Meadows Phase I, II & III | Chicago | 2,017 | 41,325,800 | 52,172,543 |
| Lakeland HIV & Nursing Center | Chicago | 300 | 11,977,000 | 13,174,700 |
| Lakeside Press Apartments | Chicago | 96 | 2,699,288 | 2,969,217 |
| Lakeview Towers | Chicago | 500 | 27,943,500 | 27,860,000 |
| LaVergne Courts Apartments | Chicago | 158 | 8,210,400 | 9,031,440 |
| Lawless Gardens Apartments Phase I | Chicago | 460 | 13,400,000 | 13,400,000 |
| Lawless Gardens Apartments Phase II | Chicago | 284 | 10,900,000 | 10,900,000 |
| Lawndale Terrace and Plaza Court Apartments | Chicago | 198 | 11,940,000 | 18,748,367 |
| Liberty Village | Chicago | 104 | 4,667,000 | 10,976,000 |
| Loomis Courts Apartments | Chicago | 126 | 6,035,000 | 22,938,538 |

AFL-CIO Housing Investment Trust

VII. Additional Information - Investing in Chicago (continued)

| Project Name | Location | Total Units | Commitment | Total Devel. Cost |
|---|----------|--------------|----------------------|----------------------|
| Michigan Beach | Chicago | 240 | \$6,400,000 | \$7,040,000 |
| Mile Sq. Neighborhood Health Center | Chicago | | 2,500,000 | 2,750,000 |
| Montclare Senior Residences II | Chicago | 180 | 11,200,000 | 24,500,000 |
| North Center Senior Housing (Martha Washington Apartment) | Chicago | 104 | 2,090,700 | 18,450,000 |
| North Town Village | Chicago | 116 | 2,575,000 | 23,587,922 |
| Old Franklin Building | Chicago | 54 | 2,675,485 | 2,943,034 |
| Paul Stewart Apartments | Chicago | 90 | 3,733,300 | 4,106,630 |
| Paul Stewart I & II | Chicago | 420 | 2,500,000 | 59,000,000 |
| Pioneer Gardens SLF | Chicago | 132 | 11,340,000 | 20,808,460 |
| Rainbows End | Chicago | 55 | 1,103,100 | 1,225,667 |
| Randolph Tower City Apartments | Chicago | 310 | 20,000,000 | 148,233,500 |
| Roosevelt Independence | Chicago | 96 | 4,889,800 | 9,300,000 |
| Roosevelt Towers - Phase I | Chicago | 126 | 7,230,000 | 14,330,000 |
| Skyline Apartments (201 North Wells) | Chicago | 293 | 23,742,900 | 45,622,373 |
| South Park Plaza | Chicago | 134 | 8,800,000 | 31,200,000 |
| South Shore Beach Apartments | Chicago | 330 | 2,564,700 | 5,746,274 |
| The Parkways | Chicago | 446 | 24,815,000 | 52,271,624 |
| Victory Center of Roseland SLF | Chicago | 124 | 8,050,000 | 20,660,577 |
| Victory Centre @ South Chicago | Chicago | 112 | 10,685,000 | 14,962,491 |
| Willard Square Apartments | Chicago | 100 | 4,264,300 | 4,738,111 |
| Total | | 8,949 | \$373,947,073 | \$827,302,116 |

AFL-CIO Housing Investment Trust

LABF Hedge Fund of Funds

| <u>Name</u> | <u>Location</u> | <u>Market Value</u> |
|---|-----------------|---------------------|
| Anchor Bolt Capital LP | Chicago | \$9,568,664 * |
| Pentwater Event Fund LLC | Chicago | 10,278,213 * |
| Chicago Fundamental Investment Partners | Chicago | 250,000 * |
| Wolverine Flagship Fund Ltd | Chicago | 9,800,000 * |

** Total market value of investment as of most recent reporting period. (Represents all investors capital)*