

WESCO INTERNATIONAL INC

Form 11-K

June 29, 2009

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
FORM 11-K**

(Mark One)

- ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 [NO FEE REQUIRED]**  
**for the fiscal year ended December 29, 2008**
- TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 [NO FEE REQUIRED]**  
**for the transition period from \_\_\_\_\_ to \_\_\_\_\_**  
**COMMISSION FILE NUMBER 1-14989**
- A. Full title of the plan and address of the plan, if different from that of the issuer named below:  
**WESCO DISTRIBUTION, INC. RETIREMENT SAVINGS PLAN**
- B. Name of issuer of the securities held pursuant to the plan and the address of its principal executive offices:  
**WESCO INTERNATIONAL, Inc.**  
225 West Station Square Drive  
Suite 700  
Pittsburgh, Pennsylvania 15219-1122
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Retirement Savings Plan  
Financial Statements  
December 29, 2008 and 2007**

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**Report of Independent Registered Public Accounting Firm**

**To the Participants and Administrator**

**WESCO Distribution, Inc. Retirement Savings Plan**

Pittsburgh, Pennsylvania

We have audited the accompanying statement of net assets available for benefits of the WESCO Distribution, Inc. Retirement Savings Plan (the Plan) as of December 29, 2008, and the related statement of changes in net assets available for benefits for the year ended December 29, 2008. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States of America). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 29, 2008, and the changes in net assets available for benefits for the year ended December 29, 2008 in conformity with accounting principles generally accepted in the United States of America.

Our audit was performed for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule of assets (held at end of year) is presented for the purpose of additional analysis and is not a required part of the basic financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This supplemental schedule is the responsibility of the Plan's management. The supplemental schedule has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

/s/ Alpern Rosenthal

Pittsburgh, Pennsylvania

June 26, 2009

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**Report of Independent Registered Public Accounting Firm**

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

We have audited the accompanying statement of net assets available for plan benefits of WESCO Distribution, Inc. Retirement Savings Plan as of and for the year ending December 29, 2007, and the related statements of changes in net assets available for plan benefits for the year then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits. The statement of net assets available for plan benefits of WESCO Distribution, Inc. Retirement Savings Plan as of December 29, 2006, was audited by other auditors whose report, dated June 27, 2007, expressed an unqualified opinion of that statement.

We conducted our audit in accordance with standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for plan benefits of the WESCO Distribution, Inc. Retirement Savings Plan as of December 29, 2007, and the changes in net assets available for plan benefits for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Our audit was performed for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule is presented for the purpose of additional analysis and is not a required part of the basic financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This supplemental schedule is the responsibility of the Plan's management. The supplemental schedule is the responsibility of Plan's management. The supplemental schedule has been subjected to the auditing procedures applied in the audit of the basic financial statements for the year ended December 29, 2007 and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

/s/ Freed Maxick & Battaglia, CPAs, PC  
Buffalo, New York  
June 26, 2008

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**WESCO Distribution, Inc.**  
**Retirement Savings Plan**  
**Statements of Net Assets Available for Benefits**  
**December 29, 2008 and 2007**

|  | <b>2008</b>           | <b>2007</b>           |
|--|-----------------------|-----------------------|
| <b>Investments at fair value (Notes 2, 4, 5, and 7)</b>  |                       |                       |
| Shares of registered investment companies  | \$ 124,263,627        | \$ 211,033,183        |
| Common collective trusts   | 14,054,450            | 21,035,201            |
| Stock funds and self-directed accounts   | 11,463,975            | 14,387,053            |
| Stable Value Fund  | 105,930,357           | 89,577,909            |
| RAFI Enhanced Large Company Fund   | 17,744,056            | 33,227,145            |
| Participant loans  | 7,280,126             | 6,377,189             |
|  | 280,736,591           | 375,637,680           |
| <b>Receivables</b>   |                       |                       |
| Employee contributions   | 876,896               | 889,851               |
| Employer matching contributions  | 347,561               | 347,410               |
| Employer discretionary contribution  | 8,803,031             | 7,533,707             |
| Accrued interest   | 21,807                | 21,421                |
| Net assets available for benefits at fair value  | 290,785,886           | 384,430,069           |
| Adjustment from fair value to contract value for interest in the Stable Value Fund relating to fully benefit-responsive contracts (Note 7) | (2,617,033)           | (1,683,438)           |
| <b>Net assets available for benefits</b>   | <b>\$ 288,168,853</b> | <b>\$ 382,746,631</b> |

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

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**WESCO Distribution, Inc.**  
**Retirement Savings Plan**  
**Statements of Changes in Net Assets Available for Benefits**  
**Fiscal Years Ended December 29, 2008 and 2007**

|   | <b>2008</b>        | <b>2007</b>        |
|---|--------------------|--------------------|
| <b>Additions</b>  |                    |                    |
| Employee contributions  | \$ 24,682,279      | \$ 23,858,850      |
| Employee rollovers  | 1,026,878          | 16,366,083         |
| Employer matching and discretionary contributions               | 16,821,370         | 15,025,271         |
| Net appreciation from shares of registered investment companies |                    | 9,539,881          |
| Net appreciation from common collective trusts                  |                    | 1,237,911          |
| Net appreciation from the Stable Value Fund                     | 4,872,830          | 2,868,637          |
| Interest and dividend income                                    | 7,904,455          | 16,803,050         |
| <br>Total additions   | <br>55,307,812     | <br>85,699,683     |
| <br><b>Deductions</b>   |                    |                    |
| Net depreciation from shares of registered investment companies | 88,135,613         |                    |
| Net depreciation from common collective trusts                  | 5,559,051          |                    |
| Net depreciation from stock funds and self-directed accounts    | 8,420,085          | 4,049,655          |
| Net depreciation from the RAFI Enhanced Large Company Fund      | 12,558,099         | 487,288            |
| Distributions to withdrawing participants                       | 34,229,706         | 35,661,705         |
| Administrative expenses   | 983,036            | 223,965            |
| <br>Total deductions  | <br>149,885,590    | <br>40,422,613     |
| <br>Net (decrease) increase                                     | <br>(94,577,778)   | <br>45,277,070     |
| <br><b>Net assets available for benefits</b>                    |                    |                    |
| Beginning of year   | 382,746,631        | 337,469,561        |
| <br>End of year   | <br>\$ 288,168,853 | <br>\$ 382,746,631 |

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



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**WESCO Distribution, Inc.**

**Retirement Savings Plan**

**Notes to Financial Statements**

**December 29, 2008 and 2007**

**1. Major Features of the Plan**

**Background**

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

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

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

As a result of the acquisition of Communications Supply Holdings, Inc. on November 3, 2006, approximately 800 participants were added to the Plan. These participants did not rollover their balances until 2007.

**Contributions**

The Plan is subject to the Employee Retirement Income Security Act of 1974, as amended (ERISA). Participants may elect to make tax deferred contributions ranging from 1% up to the lesser of 50% of their eligible compensation or \$15,500. The \$15,500 limit may be adjusted in future years by the Internal Revenue Service (IRS). The sum of the tax deferred contributions and the after-tax contributions cannot exceed 50% of the participant's eligible compensation. Subject to limitation, the Company will make matching contributions in an amount equal to 50% of a participant's total monthly contributions up to a maximum of 3% of their compensation.

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

Participants who have attained age 50 before the close of the plan year are eligible to make catch-up contributions in addition to pre-tax contributions. A catch-up contribution is a pre-tax contribution that exceeds the annual deferral limit. A participant's total catch-up contribution cannot exceed \$5,000. The catch up contribution limits are determined by the IRS and then indexed for inflation after 2007. In addition to cash, in-kind contributions are permitted which may consist of stocks, bonds, property or other securities.

The Company also may, at the Board of Directors' discretion, make a discretionary contribution to the Plan provided certain predetermined profit levels are attained. The Company made discretionary contributions of \$8,803,031 and \$7,533,707 for the Plan's fiscal years ended December 29, 2008 and 2007, respectively.

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December 29, 2008 and 2007****Vesting**

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

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

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

**Forfeitures**

Employer contributions forfeited by participants not vested at their termination date are used to reinstate previously forfeited account balances of former participants who have returned to employment with the Company, or to reduce employer contributions in accordance with the Plan's provisions. Total forfeitures that reduced employer contributions in 2008 and 2007 were approximately \$1,099,000 and \$1,240,000, respectively. As of December 29, 2008, a balance of approximately \$644,000 was available to reduce employer contributions in 2009.

**Participant Accounts**

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

**2. Summary of Significant Accounting Policies****Accounting Principles**

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

**Basis of Accounting**

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

**Investment Valuation and Income Recognition**

In September 2006, the Financial Accounting Standards Board ( FASB ) issued Statement of Accounting Standard No. 157, *Fair Value Measurements* ( SFAS 157 ). SFAS 157 defines fair value, establishes a framework for measuring fair value and expands disclosures about fair value measurements. SFAS 157 applies to other accounting pronouncements that require or permit fair value measurements, but does not require any new fair value measurements. SFAS 157 covers financial assets and liabilities, as well as any other assets and liabilities that are carried at fair value on a recurring basis in financial statements. SFAS 157 is effective for fiscal years beginning after November 15, 2007 for financial assets and liabilities, and for fiscal years beginning after November 15, 2008 for other nonfinancial assets and liabilities.

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SFAS 157 defines fair value as the price that would be received to sell an asset, or paid to transfer a liability in an orderly transaction between market participants at the measurement date. SFAS 157 establishes a fair value hierarchy that distinguishes between (i) market participant assumptions developed based on market data obtained from independent sources (observable inputs) and (ii) an entity's own assumptions about market participant assumptions developed based on the best information available in the circumstances (unobservable inputs).

The three levels of the fair value hierarchy under SFAS 157 are described below:

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

Level 2 Inputs include:

1. Quoted prices for similar assets or liabilities in active markets;
2. Quoted prices for identical or similar assets or liabilities in inactive markets;
3. Inputs, other than quoted prices in active markets, that are observable either directly or indirectly;
4. Inputs that are derived principally from, or corroborated by, observable market data by correlation or other means.

Level 3 Unobservable inputs in which there is little or no market data, which require the reporting entity to develop its own assumptions.

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. The valuation techniques are used to maximize the use of observable inputs and minimize the use of unobservable inputs.

The adoption of SFAS 157 did not have an impact on the amounts recorded in the Plan's financial statements and there was no cumulative impact recorded upon adoption.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used as of December 29, 2008 and 2007.

Common stocks, corporate bonds and U.S. government securities are valued at the closing price reported on the active market on which the individual securities are traded.

Registered investment companies are valued at the net asset value of shares held by the Plan as of December 29.

Collective investment trusts are valued at fair value by determining the price of the underlying investments. Equities listed on an exchange are valued at the latest quoted sales price of the exchange on which the security is primarily traded. Securities that are not traded on the valuation date or securities that are not listed on an exchange are valued at the latest bid price provided by the trust's pricing service.

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The Stable Value Fund (Note 7) is valued based on the underlying securities which include corporate bonds, commercial mortgage-backed securities and government securities.

Participant loans are valued at cost, which approximates fair value.

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

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

As described in FASB Staff Position, FSP AAG INV-1 and SOP 94-4-1, *Reporting of Fully Benefit-Responsive Investment Contracts Held by Certain Investment Companies Subject to the AICPA Investment Company Guide and Defined-Contribution Health and Welfare and Pension Plans* (the FSP ), investment contracts held by a defined-contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined-contribution plan attributable to fully benefit-responsive investment contracts, because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan. As required by the FSP, the Statement of Net Assets Available for Benefits presents the fair value of the investment contracts as well as the adjustment of the fully benefit-responsive investment contracts from fair value to contract value. The Statement of Changes in Net Assets Available for Benefits is prepared on a contract value basis.

Purchases and sales of securities are recorded on a trade date basis. Dividends are recorded on the ex-dividend date.

Interest income is recorded on an accrual basis.

**Net Appreciation (Depreciation) in Value of Investments**

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

**Use of Estimates**

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

**Risks and Uncertainties**

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

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**WESCO Distribution, Inc.**  
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participants' account balances, and (ii) the amounts reported in the (a) statements of net assets available for benefits and the (b) statements of changes in net assets available for benefits.

**Other**

All administrative expenses were paid by the Plan during 2008. Administrative expenses, excluding participant loan setup fees, distribution fees, hardship withdrawal fees and consulting fees, were paid by the Company and, therefore, were not expenses of the Plan during 2007.

**Payment of Benefits**

Benefits are recorded when paid.

**3. Tax Status**

The IRS has determined and informed the Company by a letter dated October 15, 2003, that the Plan is designed in accordance with Section 401(a) of the Internal Revenue Code ( IRC ) and, therefore, is exempt from federal taxes under provisions of Section 501(a). Accordingly, no provision for income taxes has been included in the Plan's financial statements. The Plan has been amended since receiving its determination letter. However, the Plan administrator and the Plan's tax counsel believe the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

**4. Investments**

The following table sets forth by level, within the fair value hierarchy, the Plan's assets as of December 29, 2008:

|   | Level 1       | Level 2     | Level 3   | Total       |
|---|---------------|-------------|-----------|-------------|
| Shares of registered investment companies | \$124,263,627 |             |           | 124,263,627 |
| Common collective trusts                  |               | 14,054,450  |           | 14,054,450  |
| Stock funds and self-directed accounts    | 11,463,975    |             |           | 11,463,975  |
| Stable Value Fund                         |               | 105,930,357 |           | 105,930,357 |
| RAFI Enhanced Large Company Fund          |               | 17,744,056  |           | 17,744,056  |
| Participant loans                         |               |             | 7,280,126 | 7,280,126   |
|   | \$135,727,602 | 137,728,863 | 7,280,126 | 280,736,591 |

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**WESCO Distribution, Inc.**  
**Retirement Savings Plan**  
**Notes to Financial Statements**  
**December 29, 2008 and 2007**

The table below sets forth a summary of changes in the fair value of the Plan's level 3 assets for the fiscal year ended December 29, 2008:

|  |                      |
|--|----------------------|
|  | Participant<br>Loans |
| Balance, beginning of year                       | \$ 6,377,189         |
| Purchases, sales, issuances and settlements, net | 902,937              |
| Balance, end of year                             | \$ 7,280,126         |

Investments (at fair value) representing 5% or more of the net assets available for benefits as of December 29, 2008 and 2007 were as follows:

|                                    | <b>2008</b>   | <b>2007</b>   |
|------------------------------------|---------------|---------------|
| AMCAP Fund (Class R-4)             | \$ 22,432,077 | \$ 39,609,971 |
| American Balanced Fund (Class A)   | 27,656,522    | 37,193,165    |
| Columbia Acorn Fund (Class A)      | 18,503,267    | 33,406,094    |
| RiverSource Midcap Value Fund *    |               | 25,049,255    |
| Stable Value Fund                  | 105,930,357   | 89,577,909    |
| Thornburg International Value Fund | 16,854,808    | 33,139,769    |

\* This fund did not represent 5% or more of the net assets available for benefits as of December 29, 2008.

### **5. Participant Loans**

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

The interest rate applied to participant loans is established each month by the Administrative Committee at 1% above the PNC Bank prime interest rate. The interest rate on loans outstanding ranged between 5.0% and 10.0% for the fiscal year ended December 29, 2008 (5% and 10.5% for the fiscal year ended December 29, 2007). Principal and interest payments are generally made through monthly payroll deductions and are credited to the participant's individual account. Loans of approximately \$4,274,000 and \$4,025,000 were made from the Plan and loan principal repayments of approximately \$3,264,000 and \$2,459,000 were received by the Plan for the fiscal years ended December 29, 2008 and 2007, respectively. Interest on the loans of approximately \$530,000 and \$451,000 was earned by the Plan for the fiscal years ended December 29, 2008 and 2007, respectively.

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**6. Plan Termination**

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

**7. The Stable Value Fund**

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

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

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

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

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As described in Note 2, because the synthetic GIC is fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the synthetic GICs. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value. The average yields earned by the Fund as of December 29, 2008 and 2007 are as follows:

| <b>Average yield for synthetic GICs</b>         | <b>2008</b> | <b>2007</b> |
|---|-------------|-------------|
| Based on actual earnings                        | 4.39%       | 4.96%       |
| Based on interest rate credited to participants | 4.59%       | 5.05%       |

**8. Related Party Transactions**

Participants of the Plan may elect to invest in WESCO International, Inc. common stock within the WESCO Pooled Stock Fund. WESCO International, Inc. owns 100% of the Company. Therefore, these transactions qualify as party-in-interest transactions. Purchases and sales proceeds within the WESCO Pooled Stock Fund for 2008 were \$4,414,000 and \$2,305,000, respectively, and purchases and sales proceeds for 2007 were \$4,542,000 and \$5,535,000, respectively.

**9. Reconciliation of Financial Statements to Schedule H of form 5500**

The adjustment from fair value to contract value for fully benefit-responsive investment contracts is not recorded on Schedule H of Form 5500.

The following is a reconciliation of net assets available for plan benefits per the financial statements at December 29, 2008 and 2007 to Form 5500:

|   | <b>2008</b>    | <b>2007</b>    |
|---|----------------|----------------|
| Net assets available for plan benefits per the financial statements   | \$ 288,168,853 | \$ 382,746,631 |
| Add: Adjustment from contract value for interest in Stable Value Fund relating to fully benefit responsive investment contracts | 2,617,033      | 1,683,438      |
| Net assets available for plan benefits per Schedule H of Form 5500  | \$ 290,785,886 | \$ 384,430,069 |



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**WESCO Distribution, Inc.**  
**Retirement Savings Plan**  
**Notes to Financial Statements**  
**December 29, 2008 and 2007**

The following is a reconciliation of net appreciation (depreciation), interest, and dividends in fair value of investments per the financial statements for the years ended December 29, 2008 and 2007 to Schedule H of Form 5500:

|   | <b>2008</b>         | <b>2007</b>       |
|---|---------------------|-------------------|
| Net appreciation (depreciation), interest, and dividends per the financial statements   | \$(101,895,563)     | \$ 25,912,536     |
| Add: Adjustment from contract value for interest in Stable Value Fund relating to fully benefit responsive investment contracts | 933,595             | 1,683,438         |
| Add: Reclassifications to other expenses  |                     | 106,337           |
| <br>Net appreciation (depreciation), interest, and dividends per Schedule H of Form 5500  | <br>\$(100,961,968) | <br>\$ 27,702,311 |

**10. Subsequent Event**

On December 31, 2008, Wachovia Retirement Services, trustee of the Plan, was merged with Wells Fargo & Company.

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**December 29, 2008**

Schedule H, line 4i

| (a) | (b)   | (c)  | (d)                      |
|-----|---|--|--------------------------|
|     | <b>Identity of Issue,<br/>Borrower, Lessor or<br/>Similar Party</b> | <b>Description of Investment<br/>Including Maturity Date,<br/>Rate of Interest, Collateral,<br/>Par, or Maturity Value</b> | <b>Current<br/>Value</b> |
|     | Alger Institutional Funds   | Alger Midcap Growth Institutional Fund   | \$ 5,108,796             |
|     | AMCAP Fund  | AMCAP Fund (Class R-4)   | 22,432,077               |
|     | American Funds  | American Balanced Fund (Class A)   | 27,656,522               |
|     | Columbia Mutual Funds   | Columbia Acorn Fund (Class A)  | 18,503,267               |
|     | Loomis Sayles   | Loomis Sayles Invest Grade Bond  | 11,393,486               |
|     | MFS Family of Funds   | MFS Value Fund (Class A)   | 10,393,488               |
|     | RiverSource Trust   | Midcap Value Fund Class R4   | 11,921,183               |
|     | Thornburg International   | Thornburg International Value Fund   | 16,854,808               |
|     | Shares of Registered Investment Companies Total                     |  | 124,263,627              |
|     | Manning & Napier Promix Funds                                       | Manning & Napier Promix Conservative Trust   | 2,624,556                |
|     | Manning & Napier Promix Funds                                       | Manning & Napier Promix Extended Trust   | 3,489,932                |
|     | Manning & Napier Promix Funds                                       | Manning & Napier Promix Maximum Trust  | 5,105,102                |
|     | Manning & Napier Promix Funds                                       | Manning & Napier Promix Moderate Trust   | 2,834,860                |
|     | Common Collective Trusts Total                                      |  | 14,054,450               |
| *   | WESCO International, Inc.   | WESCO International Pooled Stock Fund  | 5,474,232                |
|     | Ameriprise Cash   | Cash and cash equivalents  | 817,781                  |
|     | ABB Ltd Adr   | Common Stock   | 11,849                   |
|     | Abitibowater Inc  | Common Stock   | 2,646                    |
|     | ABN Amro  | Veredus Aggressive Growth  | 128,547                  |
|     | Activision Blizzard Inc.  | Common Stock   | 581                      |
|     | ADR Cemex   | Common Stock   | 9,060                    |
|     | AGL Resources   | Common Stock   | 29,570                   |
|     | Agnico Eagle Mines LTD  | Common Stock   | 5,076                    |
|     | Akami Technologies  | Common Stock   | 11,560                   |
|     | Alcatel-Lucent Ads  | Common Stock   | 124                      |
|     | Altria Group Inc.   | Common Stock   | 5,058                    |
|     | Ambac Financial Group   | Common Stock   | 3,480                    |
|     | American Beacon Funds   | Large Cap Value Fund   | 4,743                    |

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|                              |                             |         |
|------------------------------|-----------------------------|---------|
| American Century             | Diversified Bond Fund       | 284,258 |
| American Century Funds       | Genne Mae Fund              | 101,312 |
| American Century Funds       | International Bond Fund     | 14,920  |
| American International Group | Common Stock                | 969     |
| Apple Inc.                   | Common Stock                | 43,218  |
| Applied Materials            | Common Stock                | 951     |
| Arcadia Resources, Inc.      | Common Stock                | 350     |
| Artisan Funds                | International Investor Shrs | 3,794   |
| AT&T Inc                     | Common Stock                | 2,786   |
| Atlas Pipeline Partners LP   | Common Stock                | 1,512   |
| Authentec Inc                | Common Stock                | 4,170   |
| Azteca Gold Corp             | Common Stock                | 197     |
| B & G Foods Inc.             | Common Stock                | 20,325  |
| Badger Meter Inc.            | Common Stock                | 1,291   |

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|     | <b>Identity of Issue,<br/>Borrower, Lessor or<br/>Similar Party</b> | <b>Description of Investment<br/>Including Maturity Date,<br/>Rate of Interest, Collateral,<br/>Par, or Maturity Value</b> | <b>Current<br/>Value</b> |
|     | Bank America Corp   | Common Stock   | 14,234                   |
|     | Barclays Bank Plc   | Common Stock   | 3,437                    |
|     | Bemis Co  | Common Stock   | 6,698                    |
|     | Benida Beverage Co.   | Common Stock   | 2                        |
|     | Berkshire Hathaway Inc.   | Common Stock   | 9,264                    |
|     | Bhp Billiton Ltp-Spon Adr   | Common Stock   | 4,029                    |
|     | Biotime Inc.  | Common Stock   | 70                       |
|     | Boardwalk Pipeline Partners   | Common Stock   | 3,542                    |
|     | Boeing Co.  | Common Stock   | 11,997                   |
|     | BP Plc  | Common Stock   | 4,532                    |
|     | BP Prudhoe Bay Royalty Trust  | Common Stock   | 2,813                    |
|     | Brandywine Funds  | Blue Equity Fund   | 20,243                   |
|     | Budget Group Inc.   | Common Stock   | 13                       |
|     | Burlington Northern Inc   | Common Stock   | 1,459                    |
|     | Cal-Marine Foods Inc.   | Common Stock   | 2,063                    |
|     | Calumet Specialty Products  | Common Stock   | 2,981                    |
|     | Canadian Zinc Corp  | Common Stock   | 154                      |
|     | Carbon Sciences Inc.  | Common Stock   | 170                      |
|     | Caterpillar Inc.  | Common Stock   | 23,499                   |
|     | CBS Corp. Class B   | Common Stock   | 45,501                   |
|     | Celgene Corp.   | Common Stock   | 19,680                   |
|     | CF Inds Holdings  | Common Stock   | 887                      |
|     | Charys Holding Co.  | Common Stock   | 2                        |
|     | Cheniere Energy Inc   | Common Stock   | 568                      |
|     | Chesapeake Energy   | Common Stock   | 3,900                    |
|     | Chevron Corp.   | Common Stock   | 7,155                    |
|     | Chicago Bridge & Iron Co.   | Common Stock   | 990                      |
|     | Circuit City Stores   | Common Stock   | 108                      |
|     | Citigroup Inc.  | Common Stock   | 10,184                   |
|     | Citigroup Inc   | Preferred Stock  | 5,912                    |
|     | Clinical Data Inc.  | Common Stock   | 2,049                    |
|     | Coca Cola Co.   | Common Stock   | 3,553                    |
|     | Compass Minerals International                                      | Common Stock   | 14,145                   |
|     | Conocophillips  | Common Stock   | 3,626                    |
|     | Coronado Res LTD  | Common Stock   | 491                      |
|     | Corporate Exec Board  | Common Stock   | 2,122                    |
|     | Costco Whsl Corp. New   | Common Stock   | 5,439                    |
|     | CrossTex Energy Inc   | Common Stock   | 747                      |

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|                               |               |         |
|-------------------------------|---------------|---------|
| Crowflight Minerals Inc.      | Common Stock  | 135     |
| CTS Corp.                     | Common Stock  | 555     |
| Deere & Co                    | Common Stock  | 757     |
| Del Global Technologies Corp. | Common Stock  | 98      |
| Deliste Incorporated          | Common Stock  | 126     |
| Dodge & Cox Funds             | Balanced Fund | 121,700 |
| Dodge & Cox Funds             | Income Fund   | 59,817  |
| Dodge & Cox Funds             | Stock Fund    | 50,675  |

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|     | Identity of Issue,<br>Borrower, Lessor or<br>Similar Party | Description of Investment<br>Including Maturity Date,<br>Rate of Interest, Collateral,<br>Par, or Maturity Value | Current<br>Value |
|     | Dorchester Minerals LP                                     | Common Stock   | 1,552            |
|     | Dynamic Materials Corp                                     | Common Stock   | 1,619            |
|     | Eaton Corp.  | Common Stock   | 50,995           |
|     | EI Dupont  | Common Stock   | 490              |
|     | Enbridge Energy Partners                                   | Common Stock   | 2,449            |
|     | Energy Transfer Equity LP                                  | Common Stock   | 3,358            |
|     | EON AG.SP ADR  | Common Stock   | 11,847           |
|     | Excelsior Funds  | Value & Restructuring Fund   | 7,382            |
|     | Exide Technologies   | Common Stock   | 23,000           |
|     | Exxon Mobil Corp.  | Common Stock   | 27,697           |
|     | Fastenal Company   | Common Stock   | 6,468            |
|     | Federal Mogul Corp.  | Common Stock   | 1                |
|     | Federal Mogul  | Series D Convertible Rights and Warrants   | 71               |
|     | First Marblehead Corp                                      | Common Stock   | 162              |
|     | Fluor Corp   | Common Stock   | 8,836            |
|     | Federal National Meeting Association                       | Series S Preferred Stock   | 270              |
|     | Fortescue Metal Group LTD                                  | Common Stock   | 188              |
|     | Foster Wheeler LTD   | Common Stock   | 7,119            |
|     | Freeport McMoran Copper & Gold Inc.                        | Common Stock   | 14,810           |
|     | Frontline LTD  | Common Stock   | 2,879            |
|     | Fuel-Tech  | Common Stock   | 5,085            |
|     | Gamco International Growth AAA                             | Foreign Large Growth Fund  | 5,152            |
|     | General Cable Corp   | Common Stock   | 644              |
|     | General Electric   | Common Stock   | 65,224           |
|     | Goldcorp Inc.  | Common Stock   | 1,565            |
|     | Goldman Sachs Group  | Common Stock   | 7,656            |
|     | Google Inc.  | Common Stock   | 595              |
|     | Halliburton Co   | Common Stock   | 10,750           |
|     | Harbor Funds   | International Fund   | 31,236           |
|     | Harbor Funds   | Bond Fund Institutional Class  | 10,144           |
|     | Hawaiian Electric Ind. Inc.                                | Common Stock   | 8,060            |
|     | Headwaters Inc.  | Common Stock   | 1,334            |
|     | Heartland Funds  | Select Value Fund  | 15,162           |
|     | Hewlett Packard  | Common Stock   | 7,116            |
|     | I Shares   | Silver Trust   | 84,275           |
|     | I Shares   | Lehman US Treas Inf Pro Sec  | 59,738           |
|     | I Shares   | Lehman 1-3 Year Bond Fund  | 59,403           |
|     | I Shares   |  | 50,369           |

|          |   |        |
|----------|---|--------|
|          | TR JBOXX High Yield Corporate Bond Fund |        |
| I Shares | Nasdaq Biotechnology Index Fund         | 49,939 |
| I Shares | S&P Trust Fund                          | 37,642 |
| I Shares | MSCI Switzerland Ind Fund               | 26,462 |
| I Shares | MSCI Emerging Markets Index Fund        | 25,800 |
| I Shares | S&P Global Utilities                    | 11,911 |
| I Shares | S&P Global Telecom Fund                 | 9,842  |
| I Shares | DJ Select Dividend Index Fund           | 7,081  |
| I Shares | S&P Global 100                          | 3,850  |

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|     | I Shares   | S&P Gloal Finl Sector  | 3,639            |
|     | I Shares   | DJ U.S. Consumer Cycl SEC Fund   | 2,016            |
|     | I Shares   | MSCI Canadian Index Fund   | 1,669            |
|     | I Shares   | MSCI Brazil  | 1,472            |
|     | I Shares   | MSCI Taiwan Index Fund   | 1,438            |
|     |  | TR Dow Jones US Aerospace & Defense<br>Equity Fund   | 5,816            |
|     | I Shares   | Icon Healthcare Fund   | 35,615           |
|     | Icon Funds   | International Equity Fund  | 24,378           |
|     | Idaho General Mines Inc.                                   | Common Stock   | 469              |
|     | IGO Inc.   | Common Stock   | 8,256            |
|     | Integral Technologies Inc.                                 | Common Stock   | 1,260            |
|     | Intel Corp.  | Common Stock   | 16,956           |
|     | International Pkg & Logistics                              | Common Stock   | 3                |
|     | Interplay Entertainment                                    | Common Stock   | 80               |
|     | Intl Speedway  | Common Stock   | 4,867            |
|     | Invio Biomedical Corp.                                     | Common Stock   | 825              |
|     | Ivanhoe Energy, Inc.                                       | Common Stock   | 37               |
|     | J.P. Morgan Chase & Co.                                    | Common Stock   | 13,401           |
|     | Janus Funds  | Overseas Fund  | 26,511           |
|     | Janus Funds  | Mid Cap Value Fund   | 17,536           |
|     | Janus Funds  | Enterprise Fund  | 13,004           |
|     | Janus Funds  | Special Equity Fund  | 8,933            |
|     | Janus Funds  | Orion Fund   | 6,313            |
|     | John Bean Technologies Corp                                | Common Stock   | 161              |
|     | Johnson & Johnson  | Common Stock   | 4,826            |
|     | KBR Inc.   | Common Stock   | 4,452            |
|     | Keryx Biopharmaceuticals                                   | Common Stock   | 44               |
|     | Key Bankshares   | Common Stock   | 3,438            |
|     | Kinder Morgan Energy Partners LP                           | Common Stock   | 11,295           |
|     | Kinetics Paradigm Fund                                     | Common Stock   | 9,183            |
|     | Koko Petroleum Inc.  | Common Stock   | 60               |
|     | Kraft Foods  | Common Stock   | 902              |
|     | Lehman Brothers Holdings Inc                               | Preferred Stock  | 1                |
|     | Loomis Sayles  | Global Bond Fund   | 167,299          |
|     | Lowe's Companies   | Common Stock   | 6,375            |
|     | Managers Intermediate Duration Govt                        | Fixed Fund   | 42,392           |
|     | Manhattan Pharmaceuticals                                  | Common Stock   | 42               |



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|                       |                                |        |
|-----------------------|--------------------------------|--------|
| Mannkind Corp         | Common Stock                   | 1,292  |
| Marathon Oil Corp     | Common Stock                   | 12,960 |
| Marisco               | 21st Century Mutual Fund       | 5,049  |
| Marsico               | Large Growth Fund              | 17,248 |
| Market Vectors ETF TR | Agribusiness Fund              | 3,950  |
| Market Vectors ETF TR | Global Alternative Energy Fund | 3,299  |
| Masco Corp            | Common Stock                   | 31,530 |
| Mastercard Inc.       | Common Stock                   | 11,147 |

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|     | Matrix Advisors   | Value Fund   | 27,077                   |
|     | Maxwell Technologies Inc  | Common Stock   | 966                      |
|     | MBIA Inc.   | Common Stock   | 12,120                   |
|     | McDermott Intl  | Common Stock   | 2,040                    |
|     | MDRNA Inc.  | Common Stock   | 76                       |
|     | Mechel-ADR  | Common Stock   | 392                      |
|     | MEMCO Electronic Materials  | Common Stock   | 1,308                    |
|     | Merck & Co.   | Common Stock   | 3,396                    |
|     | Microsoft Corp  | Common Stock   | 18,960                   |
|     | Monsanto Company  | Common Stock   | 6,847                    |
|     | Mosaic Co.  | Common Stock   | 1,660                    |
|     | Nacel Energy Corp.  | Common Stock   | 2,400                    |
|     | Neomedia Technologies   | Common Stock   | 14                       |
|     | Neuberger Berman  | Real Estate Fund   | 10,326                   |
|     | Newcastle Investment Corp.  | Common Stock   | 145                      |
|     | Nokia Corp.   | Common Stock   | 5,321                    |
|     | Nucor Corp  | Common Stock   | 8,892                    |
|     | Nidia Corp  | Common Stock   | 1,163                    |
|     | Oakmark Funds   | Global Fund  | 34,744                   |
|     | Oakmark Funds   | Equity and Income Fund (I)   | 30,885                   |
|     | Oakmark Funds   | Equity Fund  | 8,707                    |
|     | Oakmark Funds   | International Fund (Class I)   | 6,979                    |
|     | Oneok Partners LP   | Common Stock   | 6,626                    |
|     | Oracle Systems  | Common Stock   | 5,166                    |
|     | Palomar Medical Tech  | Common Stock   | 21,420                   |
|     | Parnassus Income Trust  | Equity Income Fund   | 228,821                  |
|     | Paychex Inc.  | Common Stock   | 3,708                    |
|     | Peabody Energy Corp   | Common Stock   | 1,867                    |
|     | Petro Canada  | Common Stock   | 2,544                    |
|     | Petrohawk Energy Corp.  | Common Stock   | 3,941                    |
|     | Petroleo Brasileiro SA Petrobas<br>Sponsored ADR                    | Common Stock   | 1,120                    |
|     | Philip Morris International Inc.                                    | Common Stock   | 2,158                    |
|     | PIMCO Funds   | Total Return Fund  | 98,344                   |
|     | PNC Financial Services Group  | Common Stock   | 1,223                    |
|     | PNM Resources Inc.  | Common Stock   | 44,910                   |
|     | Powershares   | DB Agricultural Fund   | 18,066                   |
|     | Powershares   | DB Multi Sector Commodity TR Powershares DB Oil Fund   | 49,817                   |

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|                        |                             |        |
|------------------------|-----------------------------|--------|
| Powershares            | Global Water Portfolio Fund | 8,274  |
| Proshares TR           | Ultra Financial Fund        | 47,250 |
| Purchase Pro.com       | Common Stock                | 1      |
| Pyramid Oil Co.        | Common Stock                | 91     |
| Qualcomm Inc.          | Common Stock                | 8,525  |
| Rayonier Inc           | Common Stock                | 585    |
| Reliant Energy, Inc.   | Common Stock                | 7,875  |
| Research In Motion LTD | Common Stock                | 2,911  |
|                        | 18                          |        |

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|     | Reserve Primary Fund                                       | Primary Fund CLA   | 122,430          |
|     | Royce  | Total Return Fund  | 4,586            |
|     | RS Partners  | Growth Fund  | 2,495            |
|     | Riversource Trust  | Diversified Equity Income Fund   | 49,712           |
|     | Riversource Trust  | Strategic Allocation Class R4 Fund   | 22,087           |
|     | Sandridge Energy Inc.                                      | Common Stock   | 5,540            |
|     | Sasol LTD ADR  | Common Stock   | 5,087            |
|     | Schering-Plough  | Common Stock   | 3,310            |
|     | Sequenom Inc.  | Common Stock   | 968              |
|     | Shaw Group Inc.  | Common Stock   | 1,927            |
|     | Silver Eagle Mines Inc.                                    | Common Stock   | 418              |
|     | Silver Grail Res LTD                                       | Common Stock   | 463              |
|     | Silver Quest Res LTD                                       | Common Stock   | 86               |
|     | Silver Star Energy   | Common Stock   | 1                |
|     | Sims Group LTD   | Common Stock   | 5,720            |
|     | SIRF Technology Holdings Inc.                              | Common Stock   | 262              |
|     | Sirius Satellite Radio Inc.                                | Common Stock   | 77               |
|     | SIT Funds  | US Government Securities Fund  | 147,479          |
|     | Sociedad Quimica Y Minera de Chile                         | Common Stock   | 2,458            |
|     | Sohu.com Inc.  | Common Stock   | 1,349            |
|     | Sound Shore Fund   | Common Stock   | 4,373            |
|     | SPDR   | Gold Trust Fund  | 83,587           |
|     | SPDR   | S&P China ETF Fund   | 23,903           |
|     | Spectra Energy Corp  | Common Stock   | 3,788            |
|     | SSGA   | International Stock Selection Fund   | 33,354           |
|     | Statiol ASA Group  | Common Stock   | 21,681           |
|     | Strategic Resource Acquisition Corp                        | Common Stock   | 40               |
|     | Sun Microsystems   | Common Stock   | 23,165           |
|     | Sysco Corp.  | Common Stock   | 5,292            |
|     | T. Rowe Price Funds  | New Asia Fund  | 172,026          |
|     | T. Rowe Price Funds  | Balanced Fund  | 107,728          |
|     | T. Rowe Price Funds  | Capital Appreciation Fund  | 86,368           |
|     | T. Rowe Price Funds  | New Era Fund   | 70,257           |
|     | T. Rowe Price Funds  | Growth Stock Fund  | 30,764           |
|     | T. Rowe Price Funds  | Spectrum International Fund  | 10,691           |
|     | T. Rowe Price Funds  | Dividend Growth Fund   | 3,506            |
|     | TCW Funds, Inc.  | Focused Equities Fund  | 10,338           |
|     | TEJON Ranch Co   | Common Stock   | 2,357            |

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|                               |                          |        |
|-------------------------------|--------------------------|--------|
| Tellabs                       | Common Stock             | 1,230  |
| The India Fund Inc.           | Equity Fund              | 6,262  |
| The Muhlenkamp Fund           | Equity Fund              | 5,265  |
| Third Avenue                  | Real Estate Value Fund   | 70,736 |
| Third Avenue                  | International Value Fund | 38,579 |
| Third Avenue                  | Value Fund               | 10,871 |
| Third Avenue                  | Small Cap Value Fund     | 10,856 |
| Thompson Plumb and Associates | Growth Fund              | 2,676  |

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|     | 3M Company   | Common Stock   | 29,125           |
|     | Time Warner Cable  | Common Stock   | 52,520           |
|     | Time Warner Inc.   | Common Stock   | 25,090           |
|     | Transocean Inc.  | Common Stock   | 12,244           |
|     | Trinity Industries Inc.                                    | Common Stock   | 2,936            |
|     | Tumi Res LTD   | Common Stock   | 668              |
|     | TVIA Inc.  | Common Stock   | 40               |
|     | UIL Holdings Corp  | Common Stock   | 29,440           |
|     | Ultra Petroleum Corp                                       | Common Stock   | 3,330            |
|     | Unigene Labs Inc.  | Common Stock   | 3,200            |
|     | US Bancorp   | Common Stock   | 28,452           |
|     | Valeant Pharmaceuticals Intl.                              | Common Stock   | 2,214            |
|     | Vanguard Funds   | Target Ret 2015  | 118,772          |
|     |  | Specialized Portfolios Dividend<br>Appreciation  | 87,891           |
|     | Vanguard Funds   | Total Stock Market Vipers  | 47,031           |
|     | Vanguard Funds   | Windsor II Fund  | 34,363           |
|     | Vanguard Funds   | Wellesley Income Fund  | 20,668           |
|     | Vanguard Funds   | Extended Market Vipers Ind Fund  | 20,511           |
|     | Vanguard Funds   | International Value Fund   | 15,290           |
|     | Vanguard Funds   | International Growth Fund  | 14,864           |
|     | Vanguard Funds   | Growth Vipers Common Stock   | 1,902            |
|     | Vanguard Funds   | Mid Cap Growth Index Viper Shares Fund   | 1,623            |
|     | Vecima Networks Inc  | Common Stock   | 5                |
|     | Veolia Environment ADR                                     | Common Stock   | 4,452            |
|     | Viacom Inc.  | Common Stock Class B   | 100,193          |
|     | Virgin Media Inc.  | Common Stock   | 13,350           |
|     | Visa Inc.  | Common Stock   | 15,912           |
|     | Walgreen Co  | Common Stock   | 4,730            |
|     | Wasatch Heritage   | Growth Fund  | 6,767            |
|     | Washington Mutual Savings Bank                             | Common Stock   | 2,415            |
|     | Wells Fargo & Co   | Common Stock   | 11,132           |
|     | White Mountains Insurance Group                            | Common Stock   | 2,728            |
|     | Whole Food Market Inc                                      | Common Stock   | 994              |
|     | Windstream Corp  | Common Stock   | 26,670           |
|     | WW Grainger  | Common Stock   | 1,495            |

Stock Funds and Self-Directed

|   |   |             |
|---|---|-------------|
| Accounts Total  |   | 11,463,975  |
| Institutional Enhanced Index Fixed<br>Income Fund<br>Wrapper Contract | Common Collective Trust<br>Wrapper Contract | 105,930,357 |
| Stable Value Fund Total   |   | 105,930,357 |
| CASH  | Cash and Cash Equivalents                   | 14,828      |
| EVERGREEN INST MONEY MARKET FUND<br>CL I (FD #495)                    | Cash and Cash Equivalents                   | 484,175     |

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**WESCO Distribution, Inc.**  
**Retirement Savings Plan**  
**Schedule of Assets (Held at End of Year)**  
**EIN 25-1723345, Plan Number 001**  
**December 29, 2008**

Schedule H, line 4i

| (a) | (b)  | (c)  | (d)              |
|-----|--|--|------------------|
|     | Identity of Issue,<br>Borrower, Lessor or<br>Similar Party | Description of Investment<br>Including Maturity Date,<br>Rate of Interest, Collateral,<br>Par, or Maturity Value | Current<br>Value |
|     | 3M CO COM  | Common Stock   | 52,934           |
|     | ABBOTT LABS COM  | Common Stock   | 62,552           |
|     | ABERCROMBIE & FITCH CO CL A                                | Common Stock   | 3,695            |
|     | ABM INDS INC COM   | Common Stock   | 3,416            |
|     | ACCENTURE LTD COM  | Common Stock   | 42,074           |
|     | ACCO BRANDS CORP COM                                       | Common Stock   | 1,599            |
|     | ACE LIMITED COM  | Common Stock   | 41,136           |
|     | ACTIVISION BLIZZARD INC COM                                | Common Stock   | 3,420            |
|     | ACUITY BRANDS INC COM                                      | Common Stock   | 7,627            |
|     | ACXIOM CORP COM  | Common Stock   | 2,037            |
|     | ADAMS RES & ENERGY INC COM                                 | Common Stock   | 2,249            |
|     | ADC TELECOMMUNICATIONS INC COM                             | Common Stock   | 1,963            |
|     | ADOBE SYS INC COM  | Common Stock   | 6,443            |
|     | ADVANCE AMERICA CASH ADVANCE COM                           | Common Stock   | 1,027            |
|     | ADVANCE AUTO PARTS COM                                     | Common Stock   | 6,280            |
|     | ADVANCED MICRO DEVICES INC COM                             | Common Stock   | 5,051            |
|     | ADVANTA CORP CL B  | Common Stock   | 728              |
|     | AECOM TECHNOLOGY CORP COM                                  | Common Stock   | 8,672            |
|     | AEROPOSTALE INC COM  | Common Stock   | 2,544            |
|     | AES CORP COM   | Common Stock   | 7,826            |
|     | AETNA INC COM  | Common Stock   | 33,940           |
|     | AFC ENTERPRISES INC COM                                    | Common Stock   | 1,743            |
|     | AFFILIATED COMPUTER SVCS INC CL A                          | Common Stock   | 6,721            |
|     | AFLAC INC COM  | Common Stock   | 55,663           |
|     | AGCO CORP COM  | Common Stock   | 6,733            |
|     | AGILENT TECHNOLOGIES INC COM                               | Common Stock   | 6,910            |
|     | AGL RES INC COM  | Common Stock   | 8,546            |
|     | AIR PRODUCTS & CHEMICALS INC COM                           | Common Stock   | 6,327            |
|     | AK STEEL HLDG CORP COM                                     | Common Stock   | 2,225            |
|     | ALASKA AIR GRP INC COM                                     | Common Stock   | 10,004           |
|     | ALBERTO-CULVER CO COM                                      | Common Stock   | 16,463           |
|     | ALCOA INC COM  | Common Stock   | 14,459           |
|     | ALEXANDER & BALDWIN INC COM                                | Common Stock   | 2,922            |
|     | ALLEGHANY CORP DEL COM                                     | Common Stock   | 7,196            |
|     | ALLEGHENY ENERGY INC COM                                   | Common Stock   | 3,630            |
|     | ALLEGHENY TECHNOLOGIES INC COM                             | Common Stock   | 3,378            |
|     | ALLERGAN INC COM   | Common Stock   | 4,521            |
|     | ALLIANCE DATA SYSTEMS CORP COM                             | Common Stock   | 3,303            |



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|                                 |              |        |
|---------------------------------|--------------|--------|
| ALLIANT ENERGY CORP COM         | Common Stock | 12,836 |
| ALLIANT TECHSYSTEMS INC COM     | Common Stock | 3,344  |
| ALLIED CAP CORP NEW COM         | Common Stock | 855    |
| ALLIED WORLD ASSURANCE HOLD COM | Common Stock | 9,727  |
| ALLSTATE CORP COM               | Common Stock | 78,995 |
| ALON USA ENERGY INC COM         | Common Stock | 7,267  |
| ALTERA CORP COM                 | Common Stock | 2,828  |

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|     | ALTRIA GROUP INC COM                                       | Common Stock   | 332,597          |
|     | AMAZON COM INC COM   | Common Stock   | 18,278           |
|     | AMDOCS LTD COM   | Common Stock   | 6,745            |
|     | AMERCO COM   | Common Stock   | 5,339            |
|     | AMEREN CORP COM  | Common Stock   | 17,307           |
|     | AMERICAN AXLE & MFG HLDGS INC COM                          | Common Stock   | 1,969            |
|     | AMERICAN CAPITAL LTD COM                                   | Common Stock   | 444              |
|     | AMERICAN EAGLE OUTFITTERS INC NEW COM                      | Common Stock   | 5,548            |
|     | AMERICAN ELEC PWR CO INC COM                               | Common Stock   | 31,792           |
|     | AMERICAN EXPRESS COMPANY COM                               | Common Stock   | 33,559           |
|     | AMERICAN FINL GRP INC OHIO COM                             | Common Stock   | 10,631           |
|     | AMERICAN GREETINGS CORP CL A COM                           | Common Stock   | 2,240            |
|     | AMERICAN INTL GRP INC COM                                  | Common Stock   | 30,549           |
|     | AMERICAN NATL INS CO COM                                   | Common Stock   | 5,299            |
|     | AMERICAN TOWER CORP CL A                                   | Common Stock   | 2,608            |
|     | AMERICAN WATER WORKS CO INC COM                            | Common Stock   | 10,910           |
|     | AMERIGROUP CORPORATION COM                                 | Common Stock   | 6,208            |
|     | AMERIPRISE FINANCIAL INC COM                               | Common Stock   | 12,936           |
|     | AMERISOURCEBERGEN CORP COM                                 | Common Stock   | 53,256           |
|     | AMGEN INC COM  | Common Stock   | 29,516           |
|     | AMKOR TECHNOLOGY INC COM                                   | Common Stock   | 1,321            |
|     | AMR CORP DEL COM   | Common Stock   | 75,297           |
|     | ANADARKO PETROLEUM CORP COM                                | Common Stock   | 26,220           |
|     | ANALOG DEVICES INC COM                                     | Common Stock   | 8,638            |
|     | ANIXTER INTL INC COM                                       | Common Stock   | 1,490            |
|     | ANN TAYLOR HLDGS INC COM                                   | Common Stock   | 2,485            |
|     | AON CORP COM   | Common Stock   | 27,661           |
|     | APACHE CORP COM  | Common Stock   | 12,408           |
|     | APARTMENT INVT & MGMT CO CL A                              | Common Stock   | 1,563            |
|     | APOLLO GRP INC CL A  | Common Stock   | 6,647            |
|     | APPLE INC COM  | Common Stock   | 25,723           |
|     | APPLIED INDL TECHNOLOGIES INC COM                          | Common Stock   | 2,101            |
|     | APPLIED MATERIALS INC COM                                  | Common Stock   | 9,643            |
|     | ARCH CAPITAL GROUP LTD COM                                 | Common Stock   | 14,390           |
|     | ARCH CHEMICALS INC COM                                     | Common Stock   | 3,363            |
|     | ARCHER DANIELS MIDLAND CO COM                              | Common Stock   | 29,217           |
|     | ARKANSAS BEST CORP DEL COM                                 | Common Stock   | 5,506            |
|     | ARMSTRONG WORLD INDUSTRIES-WI COM                          | Common Stock   | 7,313            |

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|                                  |              |       |
|----------------------------------|--------------|-------|
| ARROW ELECTRS INC COM            | Common Stock | 8,817 |
| ARTHUR J. GALLAGHER & CO COM     | Common Stock | 7,159 |
| ARVINMERITOR INC COM             | Common Stock | 1,396 |
| ASBURY AUTOMOTIVE GROUP COM      | Common Stock | 1,391 |
| ASCENT MEDIA CORP COM            | Common Stock | 463   |
| ASHLAND INC COM                  | Common Stock | 5,122 |
| ASPEN INSURANCE HOLDINGS LTD COM | Common Stock | 6,287 |
| ASSOCIATED BANC CORP COM         | Common Stock | 8,791 |

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|     | ASSURANT INC COM   | Common Stock   | 6,170            |
|     | ASTORIA FINL CORP COM                                      | Common Stock   | 5,635            |
|     | AT&T INC COM   | Common Stock   | 254,724          |
|     | ATLAS AIR WORLDWIDE HLDGS INC COM                          | Common Stock   | 1,745            |
|     | ATMEL CORP COM   | Common Stock   | 3,054            |
|     | ATMOS ENERGY CORP COM                                      | Common Stock   | 5,760            |
|     | AUTODESK INC COM   | Common Stock   | 2,875            |
|     | AUTOLIV INC COM  | Common Stock   | 5,297            |
|     | AUTOMATIC DATA PROCESSING INC COM                          | Common Stock   | 36,823           |
|     | AUTONATION INC DEL COM                                     | Common Stock   | 42,267           |
|     | AUTOZONE INC COM   | Common Stock   | 15,923           |
|     | AVID TECHNOLOGY INC COM                                    | Common Stock   | 1,416            |
|     | AVIS BUDGET GROUP INC COM                                  | Common Stock   | 2,013            |
|     | AVNET INC COM  | Common Stock   | 10,111           |
|     | AVON PRODS INC COM   | Common Stock   | 15,008           |
|     | AVX CORP NEW COM   | Common Stock   | 2,714            |
|     | AXIS CAPITAL HOLDINGS LTD COM                              | Common Stock   | 11,007           |
|     | BAKER HUGHES INC COM                                       | Common Stock   | 9,946            |
|     | BALL CORP COM  | Common Stock   | 11,108           |
|     | BANCORPSOUTH INC COM                                       | Common Stock   | 4,620            |
|     | BANK OF AMERICA CORP COM                                   | Common Stock   | 178,546          |
|     | BANK OF HAWAII CORP COM                                    | Common Stock   | 3,792            |
|     | BANK OF NEW YORK MELLON CORP COM                           | Common Stock   | 34,124           |
|     | BARNES & NOBLE INC COM                                     | Common Stock   | 5,226            |
|     | BAXTER INTL INC COM  | Common Stock   | 32,192           |
|     | BB&T CORP COM  | Common Stock   | 74,984           |
|     | BEAZER HOMES USA INC COM                                   | Common Stock   | 1,204            |
|     | BECKMAN COULTER INC COM                                    | Common Stock   | 2,382            |
|     | BECTON DICKINSON & CO COM                                  | Common Stock   | 9,194            |
|     | BED BATH & BEYOND INC COM                                  | Common Stock   | 14,218           |
|     | BELO CORP COM SER A  | Common Stock   | 1,897            |
|     | BEMIS CO INC COM   | Common Stock   | 8,225            |
|     | BENCHMARK ELECTRONICS INC COM                              | Common Stock   | 2,865            |
|     | BERKLEY W R CORP COM                                       | Common Stock   | 20,763           |
|     | BEST BUY INC COM   | Common Stock   | 33,162           |
|     | BIG LOTS INC COM   | Common Stock   | 3,795            |
|     | BIOGEN IDEC INC COM  | Common Stock   | 3,072            |
|     | BJ SVCS CO COM   | Common Stock   | 1,359            |

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|                           |              |        |
|---------------------------|--------------|--------|
| BJ'S WHSL CLUB INC COM    | Common Stock | 14,554 |
| BLACK & DECKER CORP COM   | Common Stock | 19,707 |
| BLACKROCK INC COM         | Common Stock | 10,433 |
| BLOCK H & R INC COM       | Common Stock | 10,399 |
| BLOCKBUSTER INC CL-A COM  | Common Stock | 3,158  |
| BLUELINX HOLDINGS INC COM | Common Stock | 1,343  |
| BMC SOFTWARE INC COM      | Common Stock | 4,847  |
| BOEING CO COM             | Common Stock | 65,304 |

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|     | BOK FINANCIAL CORP COM (NEW)                               | Common Stock   | 5,541            |
|     | BORDERS GRP INC COM  | Common Stock   | 263              |
|     | BORG WARNER INC COM  | Common Stock   | 6,754            |
|     | BOSTON PPTYS INC COM                                       | Common Stock   | 6,805            |
|     | BOSTON SCIENTIFIC CORP COM                                 | Common Stock   | 16,060           |
|     | BOYD GAMING CORP COM                                       | Common Stock   | 1,705            |
|     | BRINKER INTL INC COM                                       | Common Stock   | 2,692            |
|     | BRINKS CO/THE COM  | Common Stock   | 2,357            |
|     | BRINKS HOME SECURITY HOLDING COM                           | Common Stock   | 1,967            |
|     | BRISTOL-MYERS SQUIBB CO COM                                | Common Stock   | 162,461          |
|     | BROADCOM CORP COM  | Common Stock   | 7,598            |
|     | BROADRIDGE FINANCIAL SOLUTIONS COM                         | Common Stock   | 4,486            |
|     | BROWN SHOE INC NEW COM                                     | Common Stock   | 2,190            |
|     | BROWN-FORMAN CORP CL B COM                                 | Common Stock   | 5,293            |
|     | BRUNSWICK CORP COM   | Common Stock   | 4,191            |
|     | BUILDERS FIRSTSOURCE INC COM                               | Common Stock   | 1,570            |
|     | BUNGE LTD COM  | Common Stock   | 7,147            |
|     | BURGER KING HOLDINGS INC COM                               | Common Stock   | 5,407            |
|     | BURLINGTON NORTHERN SANTA FE COM                           | Common Stock   | 38,163           |
|     | C H ROBINSON WORLDWIDE INC COM                             | Common Stock   | 10,833           |
|     | C R BARD INC COM   | Common Stock   | 4,403            |
|     | CA INC COM   | Common Stock   | 11,075           |
|     | CABELAS INC-CL A COM                                       | Common Stock   | 1,499            |
|     | CABLEVISION SYSTEMS NY GRP CL A                            | Common Stock   | 4,372            |
|     | CABOT CORP COM   | Common Stock   | 2,543            |
|     | CADENCE DESIGN SYS INC COM                                 | Common Stock   | 4,179            |
|     | CALIFORNIA WTR SERVICE GRP (DEL) COM                       | Common Stock   | 4,459            |
|     | CALPINE CORP COM   | Common Stock   | 1,728            |
|     | CAMBREX CORP COM   | Common Stock   | 3,235            |
|     | CAMERON INTERNATIONAL CORP COM                             | Common Stock   | 4,805            |
|     | CAMPBELL SOUP CO COM                                       | Common Stock   | 20,758           |
|     | CAPITAL ONE FINANCIAL CORP COM                             | Common Stock   | 31,831           |
|     | CAPITALSOURCE INC COM                                      | Common Stock   | 1,052            |
|     | CARDINAL HLTH INC COM                                      | Common Stock   | 67,272           |
|     | CAREER ED CORP COM   | Common Stock   | 6,911            |
|     | CARLISLE COS INC COM                                       | Common Stock   | 2,352            |
|     | CARMAX INC COM   | Common Stock   | 3,698            |
|     | CARNIVAL CORP COM  | Common Stock   | 15,183           |

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|                                  |              |        |
|----------------------------------|--------------|--------|
| CARPENTER TECHNOLOGY CORP COM    | Common Stock | 3,051  |
| CARTER HOLDINGS COM              | Common Stock | 6,531  |
| CASEYS GEN STORES INC COM        | Common Stock | 8,315  |
| CATERPILLAR INC COM              | Common Stock | 22,864 |
| CATHAY BANCORP INC COM           | Common Stock | 4,864  |
| CATO CORP NEW CL A               | Common Stock | 3,298  |
| CB RICHARD ELLIS GROUP INC-A COM | Common Stock | 2,619  |
| CBS CORP COM                     | Common Stock | 31,306 |

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|     | CDI CORP COM   | Common Stock   | 1,688            |
|     | CELANESE CORP COM  | Common Stock   | 2,844            |
|     | CELGENE CORP COM   | Common Stock   | 2,676            |
|     | CENTENE CORP COM   | Common Stock   | 3,286            |
|     | CENTERPOINT ENERGY INC COM                                 | Common Stock   | 8,126            |
|     | CENTEX CORP COM  | Common Stock   | 4,649            |
|     | CENTURY ALUM CO COM  | Common Stock   | 577              |
|     | CENTURYTEL INC COM   | Common Stock   | 4,806            |
|     | CEPHALON INC COM   | Common Stock   | 4,235            |
|     | CERNER CORP COM  | Common Stock   | 4,584            |
|     | CF INDUSTRIES HOLDINGS INC COM                             | Common Stock   | 1,121            |
|     | CHARMING SHOPPES COM                                       | Common Stock   | 6,161            |
|     | CHEMTURA CORP COM  | Common Stock   | 1,187            |
|     | CHESAPEAKE ENERGY CORP COM                                 | Common Stock   | 2,668            |
|     | CHEVRON CORP COM   | Common Stock   | 414,561          |
|     | CHILDRENS PL RETAIL STORES INC COM                         | Common Stock   | 3,910            |
|     | CHIQUITA BRANDS INTL INC COM                               | Common Stock   | 5,453            |
|     | CHUBB CORP COM   | Common Stock   | 55,084           |
|     | CIGNA CORP COM   | Common Stock   | 30,857           |
|     | CIMAREX ENERGY CO-W/I COM                                  | Common Stock   | 1,834            |
|     | CINCINNATI BELL INC COM                                    | Common Stock   | 1,344            |
|     | CINCINNATI FINL CORP COM                                   | Common Stock   | 45,896           |
|     | CINTAS CORP COM  | Common Stock   | 6,720            |
|     | CIRCUIT CITY STORES INC COM                                | Common Stock   | 480              |
|     | CISCO SYSTEMS INC COM                                      | Common Stock   | 56,211           |
|     | CIT GROUP HLDGS COM  | Common Stock   | 4,591            |
|     | CITIGROUP INC COM  | Common Stock   | 146,544          |
|     | CITY NATL CORP COM   | Common Stock   | 6,911            |
|     | CLEAR CHANNEL OUTDOOR-CL A COM                             | Common Stock   | 2,779            |
|     | CLEARWATER PAPER CORP COM                                  | Common Stock   | 202              |
|     | CLOROX CO COM  | Common Stock   | 9,153            |
|     | CME GROUP INC COM  | Common Stock   | 2,021            |
|     | CMS ENERGY CORP COM  | Common Stock   | 6,287            |
|     | CNA FINL CORP COM  | Common Stock   | 15,666           |
|     | CNA SURETY CORP COM  | Common Stock   | 5,979            |
|     | COACH INC COM  | Common Stock   | 3,557            |
|     | COCA COLA ENTERPRISES INC COM                              | Common Stock   | 29,483           |
|     |  | Common Stock   | 5,719            |



COCA-COLA BOTTLING CO CONSOLIDATED  
COM

|                             |              |         |
|-----------------------------|--------------|---------|
| COCA-COLA CO COM            | Common Stock | 41,035  |
| COLGATE-PALMOLIVE CO COM    | Common Stock | 71,703  |
| COLONIAL BANCGROUP INC COM  | Common Stock | 3,581   |
| COLONIAL PPTYS TR COM       | Common Stock | 1,153   |
| COLUMBIA SPORTSWEAR CO COM  | Common Stock | 3,516   |
| COMCAST HLDGS INC CL A      | Common Stock | 161,543 |
| COMERICA INC COM            | Common Stock | 20,566  |
| COMMERCE BANCSHARES INC COM | Common Stock | 7,646   |

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|     | COMMERCIAL METALS CO COM                                   | Common Stock   | 3,981            |
|     | COMPUCREDIT CORP COM                                       | Common Stock   | 3,148            |
|     | COMPUTER SCIENCES CORP COM                                 | Common Stock   | 28,397           |
|     | COMPUWARE CORP COM   | Common Stock   | 2,717            |
|     | CON-WAY INC COM  | Common Stock   | 2,077            |
|     | CONAGRA FOODS INC COM                                      | Common Stock   | 15,997           |
|     | CONOCOPHILLIPS COM   | Common Stock   | 145,579          |
|     | CONSECO INC COM  | Common Stock   | 6,429            |
|     | CONSOL ENERGY INC COM                                      | Common Stock   | 2,061            |
|     | CONSOLIDATED EDISON INC COM                                | Common Stock   | 56,454           |
|     | CONSTELLATION ENERGY GROUP INC COM                         | Common Stock   | 12,158           |
|     | CONTINENTAL AIRLINES INC CL B COM                          | Common Stock   | 44,009           |
|     | CONVERGYS CORP COM   | Common Stock   | 2,833            |
|     | COOPER INDUSTRIES LTD COM                                  | Common Stock   | 5,843            |
|     | COOPER TIRE & RUBBER CO COM                                | Common Stock   | 6,093            |
|     | CORE MARK HOLDING CO INC COM                               | Common Stock   | 5,607            |
|     | CORN PRODS INTL INC COM                                    | Common Stock   | 3,462            |
|     | CORNING INC COM  | Common Stock   | 6,985            |
|     | CORUS BANKSHARES INC COM                                   | Common Stock   | 1,454            |
|     | COSTCO WHOLESALE CORP COM                                  | Common Stock   | 99,220           |
|     | COVANCE INC COM  | Common Stock   | 2,331            |
|     | COVENTRY HLTH CARE INC COM                                 | Common Stock   | 5,050            |
|     | COVIDIEN LTD COM   | Common Stock   | 12,649           |
|     | COX RADIO INC CL A   | Common Stock   | 2,584            |
|     | CRACKER BARREL OLD COUNTRY COM                             | Common Stock   | 3,379            |
|     | CRANE CO COM   | Common Stock   | 2,619            |
|     | CROWN HOLDINGS INC COM                                     | Common Stock   | 8,980            |
|     | CSX CORP COM   | Common Stock   | 15,265           |
|     | CULLEN FROST BANKERS INC COM                               | Common Stock   | 5,292            |
|     | CUMMINS INC COM  | Common Stock   | 8,883            |
|     | CVR ENERGY INC COM   | Common Stock   | 1,821            |
|     | CVS CAREMARK CORP COM                                      | Common Stock   | 12,390           |
|     | CYTEC INDS INC COM   | Common Stock   | 2,939            |
|     | D R HORTON INC COM   | Common Stock   | 9,434            |
|     | DANAHER CORP COM   | Common Stock   | 5,951            |
|     | DAVITA INC COM   | Common Stock   | 4,425            |
|     | DEAN FOODS CO COM  | Common Stock   | 8,052            |
|     | DEERE & CO COM   | Common Stock   | 9,278            |

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|                                   |              |        |
|-----------------------------------|--------------|--------|
| DELL INC COM                      | Common Stock | 45,786 |
| DELMONTE FOODS CO COM             | Common Stock | 3,458  |
| DELPHI FINL GRP INC CL A          | Common Stock | 3,359  |
| DELTA AIRLINES INC DEL COM        | Common Stock | 76,872 |
| DELUXE CORP COM                   | Common Stock | 3,146  |
| DEVON ENERGY CORPORATION COM      | Common Stock | 32,054 |
| DEVRY INC DEL COM                 | Common Stock | 3,872  |
| DIAMOND OFFSHORE DRILLING INC COM | Common Stock | 8,207  |

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|     | DICKS SPORTING GOODS INC COM                               | Common Stock   | 3,329            |
|     | DIEBOLD INC COM  | Common Stock   | 3,497            |
|     | DILLARDS INC CL A COM                                      | Common Stock   | 1,778            |
|     | DIRECTV GRP INC/THE COM                                    | Common Stock   | 31,323           |
|     | DISCOVER FINANCIAL SERVICES COM                            | Common Stock   | 17,543           |
|     | DISCOVERY COMMUNICATIONS C COM                             | Common Stock   | 3,009            |
|     | DISH NETWORK CORP CL A COM                                 | Common Stock   | 9,750            |
|     | DISNEY (WALT) COMPANY HOLDING<br>COMPANY COM               | Common Stock   | 37,937           |
|     | DOLLAR THRIFTY AUTOMOTIVE COM                              | Common Stock   | 1,765            |
|     | DOLLAR TREE INC COM  | Common Stock   | 11,762           |
|     | DOMINION RESOURCES INC/VA COM                              | Common Stock   | 49,145           |
|     | DOMINOS PIZZA INC COM                                      | Common Stock   | 1,588            |
|     | DOMTAR CORP COM  | Common Stock   | 5,330            |
|     | DONALDSON CO INC. COM                                      | Common Stock   | 2,483            |
|     | DONNELLEY R R & SONS CO COM                                | Common Stock   | 5,575            |
|     | DOVER CORP COM   | Common Stock   | 6,361            |
|     | DOW CHEMICAL COM   | Common Stock   | 69,047           |
|     | DOWNEY FINL CORP COM                                       | Common Stock   | 29               |
|     | DPL INC COM  | Common Stock   | 4,776            |
|     | DR PEPPER SNAPPLE GROUP COM                                | Common Stock   | 9,663            |
|     | DRESS BARN INC COM   | Common Stock   | 2,432            |
|     | DRESSER RAND GROUP INC COM                                 | Common Stock   | 2,095            |
|     | DST SYS INC DEL COM  | Common Stock   | 2,038            |
|     | DSW INC-CLASS A COM  | Common Stock   | 4,896            |
|     | DTE ENERGY CO COM  | Common Stock   | 40,732           |
|     | DU PONT E I DE NEMOURS & CO COM                            | Common Stock   | 58,556           |
|     | DUKE ENERGY CORP COM                                       | Common Stock   | 78,861           |
|     | DUKE RLTY INVTS INC COM NEW                                | Common Stock   | 1,524            |
|     | DUN & BRADSTREET CORP COM                                  | Common Stock   | 2,324            |
|     | DUPONT FABROS TECHNOLOGY REIT                              | Common Stock   | 1,289            |
|     | E M C CORP MASS COM  | Common Stock   | 36,931           |
|     | E*TRADE FINANCIAL CORP COM                                 | Common Stock   | 5,857            |
|     | EASTMAN CHEMICAL COMPANY COM                               | Common Stock   | 8,918            |
|     | EASTMAN KODAK CO COM                                       | Common Stock   | 8,676            |
|     | EATON CORP COM   | Common Stock   | 10,575           |
|     | EATON VANCE CORP COM NON VTG                               | Common Stock   | 1,813            |
|     | EBAY INC COM   | Common Stock   | 18,747           |

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|                                    |              |        |
|------------------------------------|--------------|--------|
| ECOLAB INC COM                     | Common Stock | 18,472 |
| EDISON INTL COM                    | Common Stock | 57,349 |
| EL PASO CORP COM                   | Common Stock | 4,778  |
| ELECTRONIC ARTS COM                | Common Stock | 3,992  |
| EMBARQ CORP-W/I COM                | Common Stock | 11,655 |
| EMCOR GRP INC COM                  | Common Stock | 6,044  |
| EMERSON ELECTRIC CO COM            | Common Stock | 45,983 |
| ENDO PHARMACEUTICALS HLDGS INC COM | Common Stock | 3,624  |

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**EIN 25-1723345, Plan Number 001**  
**December 29, 2008**

Schedule H, line 4i

| (a) | (b)  | (c)  | (d)              |
|-----|--|--|------------------|
|     | Identity of Issue,<br>Borrower, Lessor or<br>Similar Party | Description of Investment<br>Including Maturity Date,<br>Rate of Interest, Collateral,<br>Par, or Maturity Value | Current<br>Value |
|     | ENDURANCE SPECIALTY HOLDINGS LTD COM                       | Common Stock   | 8,819            |
|     | ENERGIZER HLDGS INC COM                                    | Common Stock   | 6,170            |
|     | ENSCO INTL INC COM   | Common Stock   | 1,609            |
|     | ENTERGY CORP NEW COM                                       | Common Stock   | 63,652           |
|     | EOG RES INC COM  | Common Stock   | 5,093            |
|     | EQUITABLE RES INC COM                                      | Common Stock   | 2,347            |
|     | EQUITY RESIDENTIAL SH BEN INT                              | Common Stock   | 3,588            |
|     | ERIE INDTY CO CL A   | Common Stock   | 9,187            |
|     | ETHAN ALLEN INTERIORS INC COM                              | Common Stock   | 3,859            |
|     | EVEREST RE GROUP LTD COM                                   | Common Stock   | 16,368           |
|     | EXELON CORP COM  | Common Stock   | 111,396          |
|     | EXIDE TECHNOLOGIES COM                                     | Common Stock   | 994              |
|     | EXPEDIA INC COM  | Common Stock   | 3,518            |
|     | EXPEDITORS INTL WASH INC COM                               | Common Stock   | 7,314            |
|     | EXPRESS SCRIPTS INC CL A COM                               | Common Stock   | 19,574           |
|     | EXTERRAN HOLDINGS INC COM                                  | Common Stock   | 3,310            |
|     | EXXON MOBIL CORP COM                                       | Common Stock   | 883,420          |
|     | FAMILY DOLLAR STORES INC COM                               | Common Stock   | 14,627           |
|     | FBL FINL GRP INC CL A                                      | Common Stock   | 2,288            |
|     | FEDERAL MOGUL CORP COM                                     | Common Stock   | 3,477            |
|     | FEDERAL NATIONAL MORTGAGE ASSN COM                         | Common Stock   | 1,967            |
|     | FEDERATED INVS INC PA CL B                                 | Common Stock   | 2,712            |
|     | FEDEX CORP COM   | Common Stock   | 52,863           |
|     | FERRO CORP COM   | Common Stock   | 1,144            |
|     | FIDELITY NATIONAL FINANCIAL A COM                          | Common Stock   | 44,033           |
|     | FIDELITY NATIONAL INFORMATION COM                          | Common Stock   | 5,156            |
|     | FIFTH THIRD BANCORP COM                                    | Common Stock   | 25,625           |
|     | FINISH LINE INC CL A                                       | Common Stock   | 1,935            |
|     | FIRST AMERN CORP CALIF COM                                 | Common Stock   | 20,825           |
|     | FIRST CITIZENS BANCSHARES INC CL A                         | Common Stock   | 4,402            |
|     | FIRST HORIZON NATIONAL CORP COM                            | Common Stock   | 6,737            |
|     | FIRST MIDWEST BANCORP INC DEL COM                          | Common Stock   | 3,565            |
|     | FIRST NIAGARA FINL GROUP INC NEW COM                       | Common Stock   | 3,856            |
|     | FIRSTENERGY CORP COM                                       | Common Stock   | 23,222           |
|     | FIRSTMERIT CORP COM  | Common Stock   | 5,817            |
|     | FLEETWOOD ENTERPRISES INC COM                              | Common Stock   | 148              |
|     | FLOWERVE CORP COM  | Common Stock   | 1,950            |
|     | FLUOR CORP NEW COM   | Common Stock   | 15,198           |

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|--------------------------|--------------|--------|
| FMC CORP COM NEW         | Common Stock | 3,958  |
| FMC TECHNOLOGIES INC COM | Common Stock | 2,580  |
| FOOT LOCKER INC COM      | Common Stock | 4,109  |
| FORD MTR CO COM          | Common Stock | 54,248 |
| FOREST LABS CL A         | Common Stock | 5,710  |
| FORMFACTOR INC COM       | Common Stock | 4,002  |
| FORTUNE BRANDS INC COM   | Common Stock | 10,953 |
| FOSSIL INC COM           | Common Stock | 3,605  |

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|     | Identity of Issue,<br>Borrower, Lessor or<br>Similar Party | Description of Investment<br>Including Maturity Date,<br>Rate of Interest, Collateral,<br>Par, or Maturity Value | Current<br>Value |
|     | FOSTER WHEELER LTD   | Common Stock   | 2,990            |
|     | FOUNDATION COAL HOLDINGS INC COM                           | Common Stock   | 987              |
|     | FPL GROUP INC COM  | Common Stock   | 27,556           |
|     | FRANKLIN RES INC COM                                       | Common Stock   | 20,584           |
|     | FREDDIE MAC COM VTG  | Common Stock   | 1,657            |
|     | FREEPORT MCMORAN COPPER & GOLD CL B<br>COM                 | Common Stock   | 1,967            |
|     | FRESH DEL MONTE PRODUCE INC COM                            | Common Stock   | 4,050            |
|     | FRIEDMAN BILLINGS RAMSEY-A COM                             | Common Stock   | 236              |
|     | FRONTIER COMMUNICATIONS CORP COM                           | Common Stock   | 7,448            |
|     | FRONTIER OIL CORP COM                                      | Common Stock   | 3,070            |
|     | FRONTLINE LTD COM  | Common Stock   | 4,923            |
|     | FULLER H B CO COM  | Common Stock   | 2,364            |
|     | FULTON FINANCIAL CORP COM                                  | Common Stock   | 6,238            |
|     | GAMESTOP CORP CL A COM                                     | Common Stock   | 5,070            |
|     | GANNETT CO COM   | Common Stock   | 8,318            |
|     | GAP INC COM  | Common Stock   | 28,613           |
|     | GARMIN LTD COM   | Common Stock   | 2,534            |
|     | GATX CORP COM  | Common Stock   | 2,001            |
|     | GENENTECH INC COM  | Common Stock   | 16,722           |
|     | GENERAL DYNAMICS CORP COM                                  | Common Stock   | 36,153           |
|     | GENERAL ELECTRIC CO COM                                    | Common Stock   | 74,416           |
|     | GENERAL GROWTH PPTYS INC COM                               | Common Stock   | 131              |
|     | GENERAL MILLS INC COM                                      | Common Stock   | 26,415           |
|     | GENERAL MOTORS CORP COM                                    | Common Stock   | 19,019           |
|     | GENTEK INC GENTEX INC                                      | Common Stock   | 2,189            |
|     | GENTEX CORP COM  | Common Stock   | 2,471            |
|     | GENUINE PARTS CO COM                                       | Common Stock   | 13,995           |
|     | GENWORTH FINANCIAL INC COM                                 | Common Stock   | 7,915            |
|     | GENZYME CORP COM -GEN DIV                                  | Common Stock   | 5,363            |
|     | GILEAD SCIENCES INC COM                                    | Common Stock   | 3,941            |
|     | GLATFELTER   | Common Stock   | 2,602            |
|     | GLOBAL INDS LTD COM  | Common Stock   | 1,029            |
|     | GOLDMAN SACHS GROUP INC COM                                | Common Stock   | 19,523           |
|     | GOODRICH CORP COM  | Common Stock   | 10,611           |
|     | GOODYEAR TIRE & RUBBER CO COM                              | Common Stock   | 18,618           |
|     | GOOGLE INC-CL A COM  | Common Stock   | 10,707           |
|     | GRACE W R & CO DEL NEW COM                                 | Common Stock   | 1,440            |



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|                                  |              |        |
|----------------------------------|--------------|--------|
| GRANITE CONSTR INC COM           | Common Stock | 7,655  |
| GRAPHIC PACKAGING HLDG CO COM    | Common Stock | 2,242  |
| GREAT ATLANTIC & PAC TEA INC COM | Common Stock | 1,956  |
| GREAT PLAINS ENERGY INC COM      | Common Stock | 5,512  |
| GREIF BROS CORP A                | Common Stock | 1,829  |
| GREY WOLF INC COM                | Common Stock | 1,446  |
| HALLIBURTON CO COM               | Common Stock | 14,910 |
| HANESBRANDS INC COM              | Common Stock | 4,379  |
| HANOVER INSURANCE GROUP COM      | Common Stock | 7,606  |

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|     | HARLEY DAVIDSON INC COM                                    | Common Stock   | 5,413            |
|     | HARLEYSVILLE GRP INC                                       | Common Stock   | 5,267            |
|     | HARMAN INTL INDS INC NEW COM                               | Common Stock   | 5,508            |
|     | HARSCO CORP COM  | Common Stock   | 1,807            |
|     | HARTFORD FINANCIAL SERVICES GRP COM                        | Common Stock   | 19,037           |
|     | HASBRO INC COM   | Common Stock   | 11,660           |
|     | HAWAIIAN ELEC INDS INC COM                                 | Common Stock   | 14,051           |
|     | HAYES LEMMERZ INTL INC COM                                 | Common Stock   | 340              |
|     | HCC INS HLDGS INC COM                                      | Common Stock   | 9,830            |
|     | HEALTH MGMT ASSOC INC NEW CL A                             | Common Stock   | 1,338            |
|     | HEALTH NET INC COM   | Common Stock   | 9,609            |
|     | HEARST-ARGYLE TELEVISION INC COM                           | Common Stock   | 1,512            |
|     | HEARTLAND EXPRESS INC COM                                  | Common Stock   | 2,889            |
|     | HEINZ H J CO COM   | Common Stock   | 25,627           |
|     | HERBALIFE LTD COM  | Common Stock   | 2,587            |
|     | HERSHEY COMPANY COM  | Common Stock   | 18,438           |
|     | HERTZ GLOBAL HOLDINGS INC COM                              | Common Stock   | 9,436            |
|     | HESS CORP COM  | Common Stock   | 33,806           |
|     | HEWITT ASSOC INC CL A                                      | Common Stock   | 5,028            |
|     | HEWLETT-PACKARD CO COM                                     | Common Stock   | 136,022          |
|     | HEXCEL CORP NEW COM  | Common Stock   | 1,180            |
|     | HILL-ROM HOLDINGS INC COM                                  | Common Stock   | 2,925            |
|     | HNI CORP COM   | Common Stock   | 7,851            |
|     | HOLLY CORP COM PAR \$0.01                                  | Common Stock   | 3,536            |
|     | HOME DEPOT INC COM   | Common Stock   | 157,587          |
|     | HONEYWELL INTL INC COM                                     | Common Stock   | 79,117           |
|     | HORACE MANN EDUCATORS CORP NEW COM                         | Common Stock   | 1,985            |
|     | HORMEL FOODS CORP COM                                      | Common Stock   | 6,204            |
|     | HOST MARRIOTT CORP NEW COM                                 | Common Stock   | 3,790            |
|     | HOVNANIAN ENTERPRISES INC CL A                             | Common Stock   | 940              |
|     | HRPT PROPERTIES TRUST COM SH BEN INT                       | Common Stock   | 1,483            |
|     | HSN INC  | Common Stock   | 1,929            |
|     | HUBBELL INC CL B COM                                       | Common Stock   | 3,690            |
|     | HUDSON CITY BANCORP INC COM                                | Common Stock   | 3,673            |
|     | HUMANA INC COM   | Common Stock   | 30,230           |
|     | HUNT J B TRANS SVCS INC COM                                | Common Stock   | 2,640            |
|     | HUNTINGTON BANCSHARES INC COM                              | Common Stock   | 27,484           |
|     | HUNTSMAN CORPORATION COM                                   | Common Stock   | 3,944            |

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|                                  |              |        |
|----------------------------------|--------------|--------|
| IAC / INTERACTIVECORP COM        | Common Stock | 14,161 |
| ILLINOIS TOOL WORKS INC COM      | Common Stock | 18,771 |
| IMS HEALTH INC COM               | Common Stock | 3,898  |
| INFINITY PROPERTY & CASUALTY COM | Common Stock | 5,371  |
| INGERSOLL-RAND CO LTD COM        | Common Stock | 14,730 |
| INGRAM MICRO INC CL A            | Common Stock | 29,632 |
| INSIGHT ENTERPRISES INC COM      | Common Stock | 2,891  |
| INTEGRYS ENERGY GROUP INC COM    | Common Stock | 5,442  |

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|     | INTEL CORP COM   | Common Stock   | 75,355           |
|     | INTERACTIVE BROKER GRD-CL A COM                            | Common Stock   | 1,879            |
|     | INTERACTIVE DATA CORP COM                                  | Common Stock   | 4,051            |
|     | INTERNATIONAL PAPER CO COM                                 | Common Stock   | 31,124           |
|     | INTERPUBLIC GRP COS INC COM                                | Common Stock   | 5,712            |
|     | INTERVAL LEISURE GROUP-W/I COM                             | Common Stock   | 2,060            |
|     | INTL BUSINESS MACHINES CORP COM                            | Common Stock   | 146,006          |
|     | INTL FLAVORS & FRAGRANCES INC COM                          | Common Stock   | 3,133            |
|     | INTL GAME TECHNOLOGY COM                                   | Common Stock   | 2,657            |
|     | INVESCO LTD  | Common Stock   | 6,276            |
|     | ISTAR FINANCIAL INC COM                                    | Common Stock   | 1,123            |
|     | ITT CORP COM   | Common Stock   | 12,026           |
|     | JABIL CIRCUIT INC COM                                      | Common Stock   | 4,048            |
|     | JACK IN THE BOX INC COM                                    | Common Stock   | 6,974            |
|     | JACOBS ENGR GRP INC COM                                    | Common Stock   | 6,209            |
|     | JANUS CAPITAL GROUP INC COM                                | Common Stock   | 771              |
|     | JO-ANN STORES INC COM                                      | Common Stock   | 2,394            |
|     | JOHNSON & JOHNSON COM                                      | Common Stock   | 320,697          |
|     | JOHNSON CTLS INC COM                                       | Common Stock   | 42,084           |
|     | JONES APPAREL GRP INC COM                                  | Common Stock   | 2,289            |
|     | JONES LANG LASALLE INC COM                                 | Common Stock   | 2,782            |
|     | JOY GLOBAL INC COM   | Common Stock   | 1,477            |
|     | JP MORGAN CHASE & CO COM                                   | Common Stock   | 257,180          |
|     | JUNIPER NETWORKS INC COM                                   | Common Stock   | 9,970            |
|     | KB HOME COM  | Common Stock   | 3,783            |
|     | KBR INC COM  | Common Stock   | 8,785            |
|     | KELLOGG COMPANY COM  | Common Stock   | 18,473           |
|     | KELLY SVCS INC CL A  | Common Stock   | 7,454            |
|     | KENNAMETAL INC COM   | Common Stock   | 2,932            |
|     | KEYCORP NEW COM  | Common Stock   | 32,669           |
|     | KIMBERLY-CLARK CORP COM                                    | Common Stock   | 63,642           |
|     | KINDRED HEALTHCARE INC COM                                 | Common Stock   | 6,265            |
|     | KINETIC CONCEPTS INC COM                                   | Common Stock   | 2,890            |
|     | KING PHARMACEUTICALS INC COM                               | Common Stock   | 4,115            |
|     | KLA TENCOR CORP COM  | Common Stock   | 5,872            |
|     | KNIGHT CAPITAL GROUP INC-A COM                             | Common Stock   | 2,998            |
|     | KOHL'S CORP COM  | Common Stock   | 10,331           |
|     | KRAFT FOODS INC CL A COM                                   | Common Stock   | 49,168           |

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|                                    |              |        |
|------------------------------------|--------------|--------|
| KROGER CO COM                      | Common Stock | 72,368 |
| KS CITY LIFE INS COM               | Common Stock | 3,557  |
| L-3 COMMUNICATIONS HLDGS INC COM   | Common Stock | 7,766  |
| LABORATORY CORP AMER HLDGS COM NEW | Common Stock | 5,017  |
| LACLEDE GROUP,INC COM              | Common Stock | 3,767  |
| LAM RESEARCH CORP COM              | Common Stock | 4,364  |
| LAMAR ADVERTISING CO CL A          | Common Stock | 1,348  |
| LANDAMERICA FINL GRP INC COM       | Common Stock | 33     |

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|     | LANDSTAR SYS INC COM                                       | Common Stock   | 2,330            |
|     | LAUDER ESTEE COS INC CL A                                  | Common Stock   | 9,398            |
|     | LEAR CORP COM  | Common Stock   | 1,543            |
|     | LEGG MASON INC COM   | Common Stock   | 2,688            |
|     | LEGGETT & PLATT INC COM                                    | Common Stock   | 6,783            |
|     | LEHMAN BROTHERS HOLDINGS INC COM                           | Common Stock   | 19               |
|     | LENDER PROCESS SERVICES COM                                | Common Stock   | 2,617            |
|     | LENNAR CORP COM CL A                                       | Common Stock   | 5,752            |
|     | LENNOX INTERNATIONAL INC COM                               | Common Stock   | 9,616            |
|     | LEXMARK INTL INC CL A COM                                  | Common Stock   | 10,386           |
|     | LIBERTY GLOBAL INC CL A COM                                | Common Stock   | 3,702            |
|     | LIBERTY MEDIA INTERACTIVE CL A COM                         | Common Stock   | 4,922            |
|     | LIBERTY MEDIA HOLD CAP SER A COM                           | Common Stock   | 4,109            |
|     | LIBERTY PPTY TR SH BEN INT                                 | Common Stock   | 2,175            |
|     | LIFE TECHNOLOGIES CORP COM                                 | Common Stock   | 3,656            |
|     | LILLY ELI & CO COM   | Common Stock   | 53,102           |
|     | LIMITED BRANDS INC COM                                     | Common Stock   | 17,404           |
|     | LINCOLN ELEC HLDS INC COM                                  | Common Stock   | 2,635            |
|     | LINCOLN NATIONAL CORP COM                                  | Common Stock   | 13,661           |
|     | LINEAR TECHNOLOGY CORP COM                                 | Common Stock   | 4,995            |
|     | LITHIA MTRS INC CL A                                       | Common Stock   | 1,047            |
|     | LIZ CLAIBORNE INC COM                                      | Common Stock   | 1,221            |
|     | LOCKHEED MARTIN CORP COM                                   | Common Stock   | 60,324           |
|     | LOEWS CORP CAROLINA GROUP COM                              | Common Stock   | 61,013           |
|     | LORILLARD INC COM  | Common Stock   | 25,631           |
|     | LOUISIANA-PAC CORP COM                                     | Common Stock   | 716              |
|     | LOWE S COS INC COM   | Common Stock   | 39,440           |
|     | LUBRIZOL CORP COM  | Common Stock   | 4,644            |
|     | M & T BK CORP COM  | Common Stock   | 12,496           |
|     | M.D.C.HOLDINGS INC COM                                     | Common Stock   | 2,296            |
|     | MACERICH CO COM  | Common Stock   | 978              |
|     | MACY S INC COM   | Common Stock   | 13,895           |
|     | MAGELLAN HEALTH SVCS INC COM                               | Common Stock   | 5,806            |
|     | MANITOWOC COMPANY INC COM                                  | Common Stock   | 2,000            |
|     | MANPOWER INC WIS COM                                       | Common Stock   | 28,466           |
|     | MARATHON OIL CORP COM                                      | Common Stock   | 28,460           |
|     | MARKEL HLDGS COM   | Common Stock   | 14,947           |
|     | MARRIOTT INTERNATIONAL CL A COM                            | Common Stock   | 11,186           |

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|                                    |              |        |
|------------------------------------|--------------|--------|
| MARSH & MCLENNAN COMPANIES INC COM | Common Stock | 34,660 |
| MARSHALL & ILSLEY CORP COM         | Common Stock | 21,960 |
| MARVELL TECHNOLOGY GROUP LTD COM   | Common Stock | 1,379  |
| MASCO CORP COM                     | Common Stock | 22,039 |
| MASSEY ENERGY CO COM               | Common Stock | 659    |
| MASTERCARD INC-CL A COM            | Common Stock | 4,877  |
| MATTEL INC COM                     | Common Stock | 26,631 |
| MAX CAPITAL GROUP LTD COM          | Common Stock | 2,948  |

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|     | MCAFEE INC COM   | Common Stock   | 5,073            |
|     | MCCORMICK & CO INC COM                                     | Common Stock   | 4,135            |
|     | MCDERMOTT INTL INC COM                                     | Common Stock   | 1,508            |
|     | MCDONALDS CORP COM   | Common Stock   | 49,632           |
|     | MCGRAW HILL COS INC  | Common Stock   | 16,828           |
|     | MCKESSON CORP COM  | Common Stock   | 63,039           |
|     | MDU RES GRP INC COM  | Common Stock   | 4,508            |
|     | MEADWESTVACO CORP COM                                      | Common Stock   | 9,995            |
|     | MEDCO HEALTH SOLUTIONS INC COM                             | Common Stock   | 41,407           |
|     | MEDTRONIC INC COM  | Common Stock   | 9,922            |
|     | MEMC ELECTRONIC MATERIALS INC COM                          | Common Stock   | 1,164            |
|     | MERCK & CO INC COM   | Common Stock   | 172,177          |
|     | MERCURY GEN CORP NEW COM                                   | Common Stock   | 16,521           |
|     | MEREDITH CORP COM  | Common Stock   | 3,805            |
|     | MERRILL LYNCH & CO INC COM                                 | Common Stock   | 7,926            |
|     | METAVANTE TECHNOLOGIES COM                                 | Common Stock   | 4,466            |
|     | METLIFE INC COM  | Common Stock   | 66,886           |
|     | METROPCS COMMUNICATIONS INC COM                            | Common Stock   | 3,620            |
|     | METTLER-TOLEDO INTL INC COM                                | Common Stock   | 4,789            |
|     | MF GLOBAL LTD COM  | Common Stock   | 2,568            |
|     | MGIC INVESTMENT CORP COM                                   | Common Stock   | 1,241            |
|     | MGM MIRAGE COM   | Common Stock   | 4,790            |
|     | MICROCHIP TECHNOLOGY INC COM                               | Common Stock   | 2,676            |
|     | MICRON TECHNOLOGY INC COM                                  | Common Stock   | 2,502            |
|     | MICROS SYS INC COM   | Common Stock   | 2,386            |
|     | MICROSOFT CORP COM   | Common Stock   | 355,784          |
|     | MILLER (HERMAN) INC COM                                    | Common Stock   | 1,561            |
|     | MINE SAFETY APPLIANCES CO COM                              | Common Stock   | 2,279            |
|     | MIRANT CORP COM  | Common Stock   | 4,270            |
|     | MODINE MFG CO COM  | Common Stock   | 1,943            |
|     | MOHAWK INDS INC COM  | Common Stock   | 6,559            |
|     | MOLEX INC COM  | Common Stock   | 2,455            |
|     | MOLINA HEALTHCARE INC COM                                  | Common Stock   | 3,970            |
|     | MOLSON COORS BREWING CO -B COM                             | Common Stock   | 10,778           |
|     | MONACO COACH CORP COM                                      | Common Stock   | 588              |
|     | MONSANTO CO COM  | Common Stock   | 7,532            |
|     | MONSTER WORLDWIDE INC COM                                  | Common Stock   | 3,008            |
|     | MONTPELIER RE HOLDINGS LTD COM                             | Common Stock   | 8,232            |



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|                           |              |        |
|---------------------------|--------------|--------|
| MOODY S CORPORATION COM   | Common Stock | 4,504  |
| MORGAN STANLEY COM        | Common Stock | 14,587 |
| MOSAIC CO/THE COM         | Common Stock | 1,931  |
| MOTOROLA INC COM          | Common Stock | 34,547 |
| MSCI INC-A COM            | Common Stock | 5,603  |
| MUELLER INDS INC COM      | Common Stock | 6,702  |
| MURPHY OIL CORP COM       | Common Stock | 5,486  |
| NABORS INDUSTRIES LTD COM | Common Stock | 2,029  |

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**December 29, 2008**

Schedule H, line 4i

| (a) | (b)  | (c)  | (d)              |
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|     | Identity of Issue,<br>Borrower, Lessor or<br>Similar Party | Description of Investment<br>Including Maturity Date,<br>Rate of Interest, Collateral,<br>Par, or Maturity Value | Current<br>Value |
|     | NACCO INDS INC CL A COM                                    | Common Stock   | 2,051            |
|     | NALCO HOLDING CO COM                                       | Common Stock   | 2,555            |
|     | NASDAQ OMX GROUP/THE COM                                   | Common Stock   | 4,735            |
|     | NASH FINCH CO COM  | Common Stock   | 3,662            |
|     | NATIONAL CITY CORP COM                                     | Common Stock   | 16,476           |
|     | NATIONAL FUEL GAS CO NJ COM                                | Common Stock   | 3,475            |
|     | NATIONAL HLTH INVS INC COM                                 | Common Stock   | 2,794            |
|     | NATIONAL OILWELL VARCO INC COM                             | Common Stock   | 9,695            |
|     | NATIONAL SEMICONDUCTOR CORP COM                            | Common Stock   | 3,097            |
|     | NATIONAL WESTN LIFE INS CO CL A                            | Common Stock   | 2,520            |
|     | NATIONWIDE FINL SVCS INC CL A                              | Common Stock   | 26,629           |
|     | NBTY INC COM   | Common Stock   | 1,399            |
|     | NCR CORPORATION COM  | Common Stock   | 8,007            |
|     | NETAPP INC COM   | Common Stock   | 4,741            |
|     | NETFLIX.COM INC COM  | Common Stock   | 3,407            |
|     | NEW JERSEY RES CORP COM                                    | Common Stock   | 7,767            |
|     | NEW YORK CMNTY BANCORP INC COM                             | Common Stock   | 11,431           |
|     | NEW YORK TIMES CO CL A COM                                 | Common Stock   | 5,244            |
|     | NEWELL RUBBERMAID INC COM                                  | Common Stock   | 5,639            |
|     | NEWFIELD EXPL CO COM                                       | Common Stock   | 2,883            |
|     | NEWMONT MNG CORP COM                                       | Common Stock   | 14,286           |
|     | NEWS CORP INC CLASS A COM                                  | Common Stock   | 32,148           |
|     | NICOR INC COM  | Common Stock   | 6,891            |
|     | NII HLDGS INC CL B   | Common Stock   | 1,313            |
|     | NIKE INC CL B COM  | Common Stock   | 60,245           |
|     | NISOURCE INC COM   | Common Stock   | 12,036           |
|     | NOBLE ENERGY INC COM                                       | Common Stock   | 9,445            |
|     | NORDSTROM INC COM  | Common Stock   | 4,324            |
|     | NORFOLK SOUTHERN CORP COM                                  | Common Stock   | 25,059           |
|     | NORTHEAST UTILS COM  | Common Stock   | 9,960            |
|     | NORTHERN TRUST CORP COM                                    | Common Stock   | 9,849            |
|     | NORTHROP GRUMMAN CORP COM                                  | Common Stock   | 34,170           |
|     | NORTHWEST NAT GAS CO COM                                   | Common Stock   | 3,770            |
|     | NOVELL INC COM   | Common Stock   | 2,093            |
|     | NOVELLUS SYS COM   | Common Stock   | 4,195            |
|     | NRG ENERGY INC COM   | Common Stock   | 7,304            |
|     | NSTAR COM  | Common Stock   | 15,518           |
|     | NU SKIN ENTERPRISES INC CL A                               | Common Stock   | 2,836            |

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|                              |              |        |
|------------------------------|--------------|--------|
| NUCOR CORP COM               | Common Stock | 11,560 |
| NV ENERGY INC COM            | Common Stock | 4,674  |
| NVIDIA CORP COM              | Common Stock | 5,293  |
| NVR INC COM                  | Common Stock | 10,197 |
| O REILLY AUTOMOTIVE INC COM  | Common Stock | 4,152  |
| OCCIDENTAL PETE CORP COM     | Common Stock | 32,012 |
| ODYSSEY RE HOLDINGS CORP COM | Common Stock | 11,471 |
| OFFICE DEPOT INC COM         | Common Stock | 12,843 |

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|     | OFFICEMAX INC COM  | Common Stock   | 5,091            |
|     | OGE ENERGY CORP COM  | Common Stock   | 6,460            |
|     | OLD REP INTL CORP COM                                      | Common Stock   | 19,134           |
|     | OLIN CORP COM  | Common Stock   | 2,881            |
|     | OM GRP INC COM   | Common Stock   | 1,979            |
|     | OMNICARE INC COM   | Common Stock   | 6,055            |
|     | OMNICOM GROUP INC COM                                      | Common Stock   | 18,549           |
|     | ONEBEACON INSURANCE GRP LT COM                             | Common Stock   | 4,473            |
|     | ONEOK INC COM  | Common Stock   | 5,346            |
|     | ORACLE CORP COM  | Common Stock   | 40,278           |
|     | OVERSEAS SHIPHLDG GP INC COM                               | Common Stock   | 1,638            |
|     | OWENS & MINOR INC NEW COM                                  | Common Stock   | 8,968            |
|     | OWENS CORNING INC COM                                      | Common Stock   | 7,336            |
|     | OWENS ILLINOIS INC COM NEW                                 | Common Stock   | 8,907            |
|     | PACCAR INC COM   | Common Stock   | 19,079           |
|     | PACIFIC SUNWEAR CALIF INC COM                              | Common Stock   | 557              |
|     | PACKAGING CORP AMER COM                                    | Common Stock   | 5,006            |
|     | PACTIV CORP COM  | Common Stock   | 3,141            |
|     | PACWEST BANCORP COM  | Common Stock   | 6,340            |
|     | PALL CORP COM  | Common Stock   | 7,988            |
|     | PARK NATL CORP COM   | Common Stock   | 4,048            |
|     | PARKER HANNIFIN CORP COM                                   | Common Stock   | 7,312            |
|     | PARTNERRE LTD COM  | Common Stock   | 26,391           |
|     | PATTERSON COS INC COM                                      | Common Stock   | 4,590            |
|     | PATTERSON-UTI ENERGY INC COM                               | Common Stock   | 1,174            |
|     | PAYCHEX INC COM  | Common Stock   | 11,445           |
|     | PC CONNECTION INC COM                                      | Common Stock   | 2,916            |
|     | PEABODY ENERGY CORP COM                                    | Common Stock   | 3,052            |
|     | PENNEY J C INC COM   | Common Stock   | 43,173           |
|     | PENSKE AUTO GROUP INC COM                                  | Common Stock   | 2,254            |
|     | PENTAIR INC COM  | Common Stock   | 2,275            |
|     | PEOPLE S UNITED FINANCIAL INC COM                          | Common Stock   | 9,879            |
|     | PEP BOYS MANNY MOE & JACK COM                              | Common Stock   | 1,620            |
|     | PEPCO HOLDINGS INC COM                                     | Common Stock   | 10,946           |
|     | PEPSI BOTTLING GRP INC COM                                 | Common Stock   | 9,959            |
|     | PEPSICO INC COM  | Common Stock   | 72,670           |
|     | PERINI CORP COM  | Common Stock   | 3,907            |
|     | PERKINELMER INC COM  | Common Stock   | 1,460            |

|                              |              |         |
|------------------------------|--------------|---------|
| PETSMART INC COM             | Common Stock | 3,423   |
| PFIZER INC COM               | Common Stock | 251,085 |
| PG&E CORP COM                | Common Stock | 49,412  |
| PHH CORP COM NEW             | Common Stock | 4,122   |
| PHILIP MORRIS INTL INC COM   | Common Stock | 48,987  |
| PHILLIPS VAN HEUSEN CORP COM | Common Stock | 4,749   |
| PHOENIX COMPANIES INC COM    | Common Stock | 2,989   |
| PIEDMONT NATURAL GAS INC COM | Common Stock | 4,465   |

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|     | PINNACLE WEST CAP CORP COM                                 | Common Stock   | 19,350           |
|     | PIONEER NATURAL RESOURCES CO COM                           | Common Stock   | 1,228            |
|     | PITNEY BOWES INC COM                                       | Common Stock   | 11,910           |
|     | PLANTRONICS INC NEW COM                                    | Common Stock   | 2,072            |
|     | PLATINUM UNDERWRITERS HOLDINGS LTD<br>COM                  | Common Stock   | 5,248            |
|     | PLEXUS CORP COM  | Common Stock   | 2,793            |
|     | PLUM CREEK TIMBER CO INC COM                               | Common Stock   | 6,236            |
|     | PMI GRP INC COM  | Common Stock   | 2,366            |
|     | PNC FINANCIAL SERVICES GROUP INC COM                       | Common Stock   | 19,748           |
|     | PNM RESOURCES INC COM                                      | Common Stock   | 2,974            |
|     | POLARIS INDS INC COM                                       | Common Stock   | 2,997            |
|     | POLO RALPH LAUREN CORP CL A                                | Common Stock   | 5,275            |
|     | POLYCOM INC COM  | Common Stock   | 1,740            |
|     | POOL CORP COM  | Common Stock   | 2,761            |
|     | POPULAR INC COM  | Common Stock   | 12,652           |
|     | PORTLAND GEN ELEC CO COM                                   | Common Stock   | 3,670            |
|     | POTLATCH CORP COM  | Common Stock   | 2,218            |
|     | PPG INDUSTRIES INC COM                                     | Common Stock   | 13,862           |
|     | PPL CORP COM   | Common Stock   | 14,357           |
|     | PRAXAIR INC COM  | Common Stock   | 7,511            |
|     | PRECISION CASTPARTS CORP COM                               | Common Stock   | 3,562            |
|     | PRIDE INTERNATIONAL INC COM                                | Common Stock   | 2,713            |
|     | PRINCIPAL FINANCIAL GROUP COM                              | Common Stock   | 14,664           |
|     | PROASSURANCE CORP COM                                      | Common Stock   | 4,308            |
|     | PROCTER & GAMBLE CO COM                                    | Common Stock   | 122,808          |
|     | PROGRESS ENERGY INC COM                                    | Common Stock   | 25,710           |
|     | PROGRESSIVE CORP OHIO COM                                  | Common Stock   | 52,032           |
|     | PROLOGIS TR SH BEN INT                                     | Common Stock   | 1,176            |
|     | PROTECTIVE LIFE CORP COM                                   | Common Stock   | 3,351            |
|     | PRUDENTIAL FINANCIAL INC COM                               | Common Stock   | 43,788           |
|     | PUBLIC SERVICE ENTERPRISE GROUP INC COM                    | Common Stock   | 48,534           |
|     | PUBLIC STORAGE INC COM                                     | Common Stock   | 5,458            |
|     | PUGET ENERGY INC NEW COM                                   | Common Stock   | 4,365            |
|     | PULTE HOME INC COM   | Common Stock   | 7,480            |
|     | QLOGIC CORP COM  | Common Stock   | 2,315            |
|     | QUALCOMM INC COM   | Common Stock   | 11,117           |
|     | QUEST DIAGNOSTICS INC COM                                  | Common Stock   | 3,108            |

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|                                   |              |        |
|-----------------------------------|--------------|--------|
| QUEST SOFTWARE INC COM            | Common Stock | 2,742  |
| QUESTAR CORP COM                  | Common Stock | 3,171  |
| QWEST COMMUNICATIONS INTL INC COM | Common Stock | 43,352 |
| R L I CORP COM                    | Common Stock | 3,587  |
| RADIOSHACK CORP COM               | Common Stock | 7,782  |
| RAYMOND JAMES FINANCIAL INC COM   | Common Stock | 7,661  |
| RAYONIER INC RAYONIER INC (REIT)  | Common Stock | 2,897  |
| RAYTHEON CO COM                   | Common Stock | 48,442 |
| REDWOOD TR INC COM                | Common Stock | 3,318  |

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|     | REGAL ENTERTAINMENT GROUP-A COM                                     | Common Stock   | 21,836                   |
|     | REGIONS FINANCIAL CORP COM  | Common Stock   | 53,119                   |
|     | REGIS CORP MINN COM   | Common Stock   | 1,461                    |
|     | REINSURANCE GRP AMER INC COM  | Common Stock   | 9,535                    |
|     | RELIANCE STL & ALUM CO COM  | Common Stock   | 1,110                    |
|     | RELIANT ENERGY INC COM  | Common Stock   | 7,056                    |
|     | RENAISSANCERE HOLDINGS LTD COM                                      | Common Stock   | 8,660                    |
|     | RENT-A-CENTER INC COM   | Common Stock   | 4,347                    |
|     | REPUBLIC SVCS INC COM   | Common Stock   | 26,262                   |
|     | RESOURCES CONNECTION INC COM  | Common Stock   | 2,569                    |
|     | RETAIL VENTURES INC COM   | Common Stock   | 3,504                    |
|     | REYNOLDS AMERICAN INC COM   | Common Stock   | 36,195                   |
|     | RITE AID CORP COM   | Common Stock   | 1,890                    |
|     | ROBERT HALF INTL INC COM  | Common Stock   | 11,484                   |
|     | ROCKWELL AUTOMATION INC COM   | Common Stock   | 11,063                   |
|     | ROCKWELL COLLINS-WI COM   | Common Stock   | 9,587                    |
|     | ROCKWOOD HOLDINGS INC COM   | Common Stock   | 1,856                    |
|     | ROHM & HAAS CO COM  | Common Stock   | 12,002                   |
|     | ROLLINS INC COM   | Common Stock   | 4,071                    |
|     | ROPER INDS INC NEW COM  | Common Stock   | 2,816                    |
|     | ROSS STORES INC COM   | Common Stock   | 11,766                   |
|     | ROWAN COS INC COM   | Common Stock   | 1,368                    |
|     | ROYAL CARIBBEAN CRUISES LTD COM                                     | Common Stock   | 3,727                    |
|     | RPM INTL INC COM  | Common Stock   | 5,346                    |
|     | RSC HOLDINGS INC COM  | Common Stock   | 2,443                    |
|     | RUDDICK CORP COM  | Common Stock   | 3,914                    |
|     | RUSH ENTERPRISES INC COM  | Common Stock   | 2,856                    |
|     | RYDER SYS INC COM   | Common Stock   | 4,606                    |
|     | S & T BANCORP INC COM   | Common Stock   | 3,938                    |
|     | SAFETY INSURANCE GROUP INC COM                                      | Common Stock   | 3,900                    |
|     | SAFEWAY INC COM NEW   | Common Stock   | 40,764                   |
|     | SAIC INC COM  | Common Stock   | 20,322                   |
|     | SAKS INC COM  | Common Stock   | 2,539                    |
|     | SANDISK CORP COM  | Common Stock   | 5,173                    |
|     | SANMINA-SCI CORP COM  | Common Stock   | 4,027                    |
|     | SARA LEE CORP COM   | Common Stock   | 34,456                   |
|     | SCANA CORP W-I COM  | Common Stock   | 11,062                   |
|     | SCHEIN HENRY INC COM  | Common Stock   | 7,893                    |



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|                             |              |        |
|-----------------------------|--------------|--------|
| SCHERING-PLOUGH CORP COM    | Common Stock | 4,038  |
| SCHLUMBERGER LTD COM        | Common Stock | 9,327  |
| SCHOLASTIC CORP COM         | Common Stock | 1,888  |
| SCHWAB CHARLES CORP NEW COM | Common Stock | 19,033 |
| SCRIPPS CO (E.W.) COM       | Common Stock | 1,548  |
| SEABOARD CORP DEL COM       | Common Stock | 1,120  |
| SEACOR HLDGS INC            | Common Stock | 4,310  |
| SEAGATE TECHNOLOGY COM      | Common Stock | 7,382  |

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|     | SEALED AIR CORP NEW COM                                    | Common Stock   | 6,146            |
|     | SEARS HOLDINGS CORP COM                                    | Common Stock   | 33,812           |
|     | SEI INVT CO COM  | Common Stock   | 2,729            |
|     | SELECTIVE INS GRP INC COM                                  | Common Stock   | 7,898            |
|     | SEMPRA ENERGY COM  | Common Stock   | 26,716           |
|     | SERVICE CORP INTL COM                                      | Common Stock   | 3,170            |
|     | SHERWIN-WILLIAMS CO COM                                    | Common Stock   | 18,950           |
|     | SILGAN HOLDINGS INC COM                                    | Common Stock   | 2,874            |
|     | SIMON PTY GRP INC NEW COM                                  | Common Stock   | 3,329            |
|     | SKECHERS U S A INC CL A                                    | Common Stock   | 3,913            |
|     | SLM CORP COM   | Common Stock   | 2,017            |
|     | SMITH A O CORP CL B  | Common Stock   | 3,401            |
|     | SMITH INTL CORP COM  | Common Stock   | 2,826            |
|     | SMITHFIELD FOODS INC COM                                   | Common Stock   | 2,847            |
|     | SMURFIT-STONE CONTAINER CORP COM                           | Common Stock   | 575              |
|     | SNAP ON INC COM  | Common Stock   | 4,736            |
|     | SONIC AUTOMOTIVE INC CL A                                  | Common Stock   | 1,269            |
|     | SONOCO PRODS CO COM  | Common Stock   | 3,894            |
|     | SOUTH FINL GRP INC COM                                     | Common Stock   | 4,210            |
|     | SOUTHERN CO COM  | Common Stock   | 53,395           |
|     | SOUTHERN COPPER CORP COM                                   | Common Stock   | 22,876           |
|     | SOUTHWEST AIRLINES CO COM                                  | Common Stock   | 23,562           |
|     | SOUTHWEST GAS CORP COM                                     | Common Stock   | 2,722            |
|     | SOVEREIGN BANCORP INC COM                                  | Common Stock   | 4,173            |
|     | SPECTRA ENERGY CORP COM                                    | Common Stock   | 5,575            |
|     | SPIRIT AEROSYSTEMS HOLD-CL A COM                           | Common Stock   | 2,196            |
|     | SPRINT NEXTEL COM  | Common Stock   | 18,872           |
|     | SPX CORP COM   | Common Stock   | 2,840            |
|     | ST JOE COMPANY COM   | Common Stock   | 2,510            |
|     | ST JUDE MED INC COM  | Common Stock   | 2,831            |
|     | STANCORP FINANCIAL GROUP COM                               | Common Stock   | 9,393            |
|     | STANDARD PACIFIC CORP COM                                  | Common Stock   | 3,382            |
|     | STANLEY WKS COM  | Common Stock   | 4,537            |
|     | STAPLES INC COM  | Common Stock   | 43,734           |
|     | STARBUCKS CORP COM   | Common Stock   | 5,960            |
|     | STARWOOD HOTELS & RESORTS COM                              | Common Stock   | 8,732            |
|     | STATE AUTO FINL CORP COM                                   | Common Stock   | 3,353            |
|     | STATE STREET CORP COM                                      | Common Stock   | 19,142           |

|                          |              |        |
|--------------------------|--------------|--------|
| STEEL DYNAMICS INC COM   | Common Stock | 965    |
| STEELCASE INC CL A       | Common Stock | 5,105  |
| STEIN MART INC COM       | Common Stock | 900    |
| STERIS CORP COM          | Common Stock | 2,452  |
| STONE ENERGY CORP COM    | Common Stock | 736    |
| STRYKER CORP COM         | Common Stock | 5,273  |
| SUN MICROSYSTEMS INC COM | Common Stock | 7,816  |
| SUNOCO INC COM           | Common Stock | 73,210 |

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|     | SUNTRUST BANKS INC COM                                     | Common Stock   | 39,183           |
|     | SUPERVALU INC COM  | Common Stock   | 12,388           |
|     | SYBASE INC COM   | Common Stock   | 2,637            |
|     | SYMANTEC CORP COM  | Common Stock   | 21,736           |
|     | SYNOPSYS INC COM   | Common Stock   | 4,054            |
|     | SYNOVUS FINANCIAL CORP COM                                 | Common Stock   | 22,629           |
|     | SYSCO CORP COM   | Common Stock   | 43,711           |
|     | SYSTEMAX INC COM   | Common Stock   | 2,192            |
|     | T HQ INC COM NEW   | Common Stock   | 870              |
|     | T ROWE PRICE GROUP INC COM                                 | Common Stock   | 3,378            |
|     | TARGET CORP COM  | Common Stock   | 25,329           |
|     | TCF FINL CORP COM  | Common Stock   | 9,849            |
|     | TD AMERITRADE HOLDING CORP COM                             | Common Stock   | 8,724            |
|     | TECH DATA CORP COM   | Common Stock   | 26,085           |
|     | TECHNITROL INC COM   | Common Stock   | 687              |
|     | TECO ENERGY INC COM  | Common Stock   | 5,341            |
|     | TELEDYNE TECHNOLOGIES INC COM                              | Common Stock   | 2,208            |
|     | TELEPHONE & DATA SYS INC COM                               | Common Stock   | 13,601           |
|     | TELLABS INC COM  | Common Stock   | 5,076            |
|     | TEMPLE INLAND INC COM                                      | Common Stock   | 7,439            |
|     | TENET HEALTHCARE CORP COM                                  | Common Stock   | 2,197            |
|     | TENNECO INC COM  | Common Stock   | 1,423            |
|     | TERADATA CORP COM  | Common Stock   | 3,487            |
|     | TERADYNE INC COM   | Common Stock   | 2,462            |
|     | TEREX CORP COM   | Common Stock   | 7,882            |
|     | TERRA INDS INC COM   | Common Stock   | 1,160            |
|     | TESORO CORP COM  | Common Stock   | 8,609            |
|     | TEXAS INSTRUMENTS INC COM                                  | Common Stock   | 35,619           |
|     | TEXTRON INC COM  | Common Stock   | 6,107            |
|     | TFS FINANCIAL CORP COM                                     | Common Stock   | 6,085            |
|     | THE MCCLATCHY COMPANY CL A                                 | Common Stock   | 1,020            |
|     | THE SCOTTS MIRACLE GRO COMPANY                             | Common Stock   | 8,432            |
|     | THERMO FISHER SCIENTIFIC CORP COM                          | Common Stock   | 8,843            |
|     | THOR INDS INC COM  | Common Stock   | 3,065            |
|     | TICKETMASTER COM   | Common Stock   | 2,476            |
|     | TIDEWATER INC COM  | Common Stock   | 2,201            |
|     | TIFFANY & CO COM   | Common Stock   | 3,419            |
|     | TIMBERLAND CO CL A   | Common Stock   | 2,737            |

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|                            |              |        |
|----------------------------|--------------|--------|
| TIME WARNER CABLE CL A COM | Common Stock | 45,692 |
| TIME WARNER INC COM        | Common Stock | 76,573 |
| TIMKEN CO COM              | Common Stock | 6,380  |
| TJX COS INC NEW COM        | Common Stock | 24,655 |
| TOLL BROTHERS INC COM      | Common Stock | 8,885  |
| TORCHMARK CORP COM         | Common Stock | 10,806 |
| TORO CO COM                | Common Stock | 3,881  |
| TOTAL SYS SVCS INC COM     | Common Stock | 6,958  |

**Table of Contents**

**WESCO Distribution, Inc.**  
**Retirement Savings Plan**  
**Schedule of Assets (Held at End of Year)**  
**EIN 25-1723345, Plan Number 001**  
**December 29, 2008**

Schedule H, line 4i

| (a) | (b)  | (c)  | (d)              |
|-----|--|--|------------------|
|     | Identity of Issue,<br>Borrower, Lessor or<br>Similar Party | Description of Investment<br>Including Maturity Date,<br>Rate of Interest, Collateral,<br>Par, or Maturity Value | Current<br>Value |
|     | TRACTOR SUPPLY CO COM                                      | Common Stock   | 4,580            |
|     | TRANSATLANTIC HLDGS INC COM                                | Common Stock   | 12,972           |
|     | TRANSOCEAN LTD   | Common Stock   | 5,566            |
|     | TRAVELERS COS INC COM                                      | Common Stock   | 104,287          |
|     | TREE.COM INC   | Common Stock   | 135              |
|     | TRINITY INDS INC COM                                       | Common Stock   | 1,351            |
|     | TRIPLES-S MANAGEMENT CORP-B COM                            | Common Stock   | 2,503            |
|     | TRUEBLUE INC COM   | Common Stock   | 3,244            |
|     | TRUSTMARK CORP COM   | Common Stock   | 4,875            |
|     | TRW AUTOMOTIVE HOLDINGS CORP COM                           | Common Stock   | 9,036            |
|     | TUPPERWARE CORP COM  | Common Stock   | 2,330            |
|     | TWEEN BRANDS INC COM                                       | Common Stock   | 1,394            |
|     | TYCO ELECTRONICS LTD COM                                   | Common Stock   | 10,756           |
|     | TYCO INTERNATIONAL LTD COM                                 | Common Stock   | 36,616           |
|     | TYSON FOODS INC COM CL A                                   | Common Stock   | 12,065           |
|     | U S CELLULAR CORP COM                                      | Common Stock   | 7,412            |
|     | UAL CORP UAL CORP COM                                      | Common Stock   | 46,127           |
|     | UGI CORP NEW COM   | Common Stock   | 9,990            |
|     | UNION PACIFIC CORP COM                                     | Common Stock   | 33,592           |
|     | UNISYS CORP COM  | Common Stock   | 1,462            |
|     | UNITED BANKSHARES INC W VA COM                             | Common Stock   | 4,411            |
|     | UNITED FIRE & CAS CO COM                                   | Common Stock   | 4,486            |
|     | UNITED PARCEL SERVICE CL B COM                             | Common Stock   | 70,650           |
|     | UNITED RENTALS INC COM                                     | Common Stock   | 2,753            |
|     | UNITED STATES STEEL CORP COM                               | Common Stock   | 3,938            |
|     | UNITED STATIONERS COM                                      | Common Stock   | 4,341            |
|     | UNITED TECHNOLOGIES CORP COM                               | Common Stock   | 97,065           |
|     | UNITEDHEALTH GROUP INC COM                                 | Common Stock   | 98,445           |
|     | UNITRIN INC COM  | Common Stock   | 13,235           |
|     | UNIVERSAL AMERN FINL CORP COM                              | Common Stock   | 3,038            |
|     | UNIVERSAL CORP VA COM                                      | Common Stock   | 3,625            |
|     | UNIVERSAL HLTH SVCS INC CL B COM                           | Common Stock   | 2,106            |
|     | UNUMPROVIDNET GROUP COM                                    | Common Stock   | 18,017           |
|     | URS CORP NEW COM   | Common Stock   | 4,340            |
|     | US AIRWAYS GROUP INC COM                                   | Common Stock   | 26,682           |
|     | US BANCORP DEL COM NEW                                     | Common Stock   | 88,889           |
|     | USA MOBILITY INC COM                                       | Common Stock   | 7,530            |
|     | USEC INC COM   | Common Stock   | 3,983            |

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|                             |              |        |
|-----------------------------|--------------|--------|
| USG CORP COM NEW            | Common Stock | 3,412  |
| UST INC COM                 | Common Stock | 25,091 |
| UTI WORLDWIDE INC COM       | Common Stock | 3,536  |
| V F CORP COM                | Common Stock | 6,764  |
| VALERO ENERGY CORP COM      | Common Stock | 70,905 |
| VALHI INC COM               | Common Stock | 2,244  |
| VALLEY NATIONAL BANCORP COM | Common Stock | 7,177  |
| VALSPAR CORP COM            | Common Stock | 3,236  |

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**WESCO Distribution, Inc.**  
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**December 29, 2008**

Schedule H, line 4i

| (a) | (b)  | (c)  | (d)              |
|-----|--|--|------------------|
|     | Identity of Issue,<br>Borrower, Lessor or<br>Similar Party | Description of Investment<br>Including Maturity Date,<br>Rate of Interest, Collateral,<br>Par, or Maturity Value | Current<br>Value |
|     | VARIAN INC COM   | Common Stock   | 3,302            |
|     | VARIAN MED SYS INC COM                                     | Common Stock   | 2,909            |
|     | VARIAN SEMICONDUCTOR EQUIPMENT<br>ASSOCS INC COM           | Common Stock   | 1,846            |
|     | VECTOR GROUP LTD COM                                       | Common Stock   | 3,116            |
|     | VECTREN CORP COM   | Common Stock   | 6,478            |
|     | VERISIGN INC COM   | Common Stock   | 4,051            |
|     | VERIZON COMMUNICATIONS COM                                 | Common Stock   | 449,809          |
|     | VIACOM INC CL B COM  | Common Stock   | 14,654           |
|     | VIAD CORP COM  | Common Stock   | 3,750            |
|     | VIRGIN MEDIA INC COM                                       | Common Stock   | 2,626            |
|     | VISA INC CLASS A SHARES COM                                | Common Stock   | 8,139            |
|     | VISHAY INTERTECHNOLOGY INC COM                             | Common Stock   | 3,021            |
|     | VISTEON CORP COM   | Common Stock   | 647              |
|     | VMWARE INC-CL A COM  | Common Stock   | 3,786            |
|     | VOLT INFO SCIENCES INC COM                                 | Common Stock   | 3,201            |
|     | VORNADO REALTY TRUST COM                                   | Common Stock   | 2,731            |
|     | VULCAN MATERIALS CO COM                                    | Common Stock   | 3,905            |
|     | W W GRAINGER INC COM                                       | Common Stock   | 7,398            |
|     | W&T OFFSHORE INC COM                                       | Common Stock   | 1,308            |
|     | WABCO HOLDINGS INC COM                                     | Common Stock   | 1,728            |
|     | WACHOVIA CORP COM  | Common Stock   | 74,551           |
|     | WADDELL & REED FINL INC CL A COM                           | Common Stock   | 1,309            |
|     | WAL-MART STORES INC COM                                    | Common Stock   | 294,453          |
|     | WALGREEN CO COM  | Common Stock   | 33,985           |
|     | WARNACO GRP INC COM  | Common Stock   | 2,168            |
|     | WARNER MUSIC GROUP CORP COM                                | Common Stock   | 2,621            |
|     | WASHINGTON FED INC COM                                     | Common Stock   | 3,600            |
|     | WASHINGTON MUTUAL INC COM                                  | Common Stock   | 506              |
|     | WASHINGTON POST CO CL B COM                                | Common Stock   | 5,134            |
|     | WASTE MGMT INC DEL COM                                     | Common Stock   | 23,492           |
|     | WATERS CORP COM  | Common Stock   | 4,683            |
|     | WATSON PHARMACEUTICALS INC COM                             | Common Stock   | 4,873            |
|     | WATTS INDS INC CL A  | Common Stock   | 2,939            |
|     | WCI COMMUNITIES COM  | Common Stock   | 161              |
|     | WEATHERFORD INTERNATIONAL LTD COM                          | Common Stock   | 1,290            |
|     | WEBSTER FINL CORP WATERBURY CONN COM                       | Common Stock   | 2,946            |
|     | WEIS MKTS INC COM  | Common Stock   | 3,859            |



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|                                   |              |         |
|-----------------------------------|--------------|---------|
| WELLCARE HEALTH PLANS             | Common Stock | 1,661   |
| WELLPOINT INC COM                 | Common Stock | 113,167 |
| WELLS FARGO & CO COM              | Common Stock | 235,943 |
| WENDY S/ARBY S GROUP INC COM CL A | Common Stock | 1,356   |
| WERNER ENTERPRISES INC COM        | Common Stock | 3,381   |
| * WESCO FINL CORP COM             | Common Stock | 4,352   |
| * WESCO INTL INC COM              | Common Stock | 2,496   |
| WESTAR ENERGY INC COM             | Common Stock | 4,397   |

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**WESCO Distribution, Inc.**  
**Retirement Savings Plan**  
**Schedule of Assets (Held at End of Year)**  
**EIN 25-1723345, Plan Number 001**  
**December 29, 2008**

Schedule H, line 4i

| (a) | (b)   | (c)  | (d)                      |
|-----|---|--|--------------------------|
|     | <b>Identity of Issue,<br/>Borrower, Lessor or<br/>Similar Party</b> | <b>Description of Investment<br/>Including Maturity Date,<br/>Rate of Interest, Collateral,<br/>Par, or Maturity Value</b> | <b>Current<br/>Value</b> |
|     | WESTERN DIGITAL CORP COM  | Common Stock   | 3,693                    |
|     | WESTERN UNION CO COM  | Common Stock   | 4,732                    |
|     | WEYERHAEUSER CO COM   | Common Stock   | 20,516                   |
|     | WGL HLDG INC COM  | Common Stock   | 4,163                    |
|     | WHIRLPOOL CORP COM  | Common Stock   | 16,865                   |
|     | WHITE MOUNTAINS INSURANCE GROUP<br>LTD                              | Common Stock   | 8,431                    |
|     | WHITNEY HLDG CORP COM   | Common Stock   | 3,473                    |
|     | WILEY JOHN & SONS INC CL A  | Common Stock   | 2,880                    |
|     | WILLIAMS COS INC COM  | Common Stock   | 14,073                   |
|     | WILLIAMS SONOMA INC COM   | Common Stock   | 8,107                    |
|     | WILMINGTON TR CORP COM  | Common Stock   | 6,067                    |
|     | WINDSTREAM CORP COM   | Common Stock   | 4,463                    |
|     | WINN-DIXIE STORES INC COM   | Common Stock   | 3,683                    |
|     | WISCONSIN ENERGY CORP COM   | Common Stock   | 9,084                    |
|     | WORLD FUEL SVCS CORP  | Common Stock   | 25,339                   |
|     | WORTHINGTON INDS INC COM  | Common Stock   | 4,519                    |
|     | WYETH COM   | Common Stock   | 109,903                  |
|     | WYNDHAM WORLDWIDE CORP-W/I COM                                      | Common Stock   | 2,337                    |
|     | XCEL ENERGY INC COM   | Common Stock   | 36,684                   |
|     | XEROX CORP COM  | Common Stock   | 12,282                   |
|     | XILINX INC COM  | Common Stock   | 6,379                    |
|     | XL CAPITAL LTD COM  | Common Stock   | 8,370                    |
|     | XTO ENERGY INC COM  | Common Stock   | 4,025                    |
|     | YAHOO! INC COM  | Common Stock   | 8,185                    |
|     | YRC WORLDWIDE INC COM   | Common Stock   | 1,539                    |
|     | YUM! BRANDS INC COM   | Common Stock   | 19,083                   |
|     | ZENITH NATL INS CORP COM  | Common Stock   | 5,309                    |
|     | ZIMMER HOLDINGS INC COM   | Common Stock   | 5,474                    |
|     | ZIONS BANCORP COM   | Common Stock   | 17,571                   |
|     | RAFI Enhanced Large Company<br>Fund Total                           |  | 17,744,056               |
| *   | Participant Loans   | 5.0%-10.0% with maturity dates through<br>2013   | 7,280,126                |

Participant Loans Total 7,280,126

Total Investments at Fair Value \$ 280,736,591

\* Denotes party-in-interest, for which a statutory exemption exists.

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**WESCO Distribution, Inc.  
Retirement Savings Plan  
Consents of Independent Registered Public Accounting Firms  
December 29, 2008 and 2007  
EXHIBITS**

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

| Exhibit<br>Number | Description  |
|-------------------|--|
| 23.1              | Consent of Alpern Rosenthal (filed herewith)                     |
| 23.2              | Consent of Freed Maxick & Battaglia, CPAs, P.C. (filed herewith) |

**SIGNATURE**

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

WESCO Distribution, Inc.  
Retirement Savings Plan

Date: June 29, 2009

/s/ Stephen A. Van Oss  
Stephen A. Van Oss  
Chairman, 401K Retirement Savings Plan  
Investment and Administrative  
Committees