



POLICE & FIREFIGHTERS'

RETIREMENT SYSTEM

**CUSTODIAL REPORT
FOR THE MONTH ENDING SEPTEMBER 30, 2012**

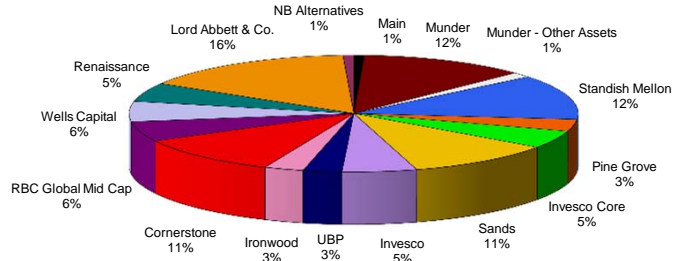
PRESENTED BY: Felecia Ryans

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POMPANO BEACH POLICE & FIREFIGHTERS' RETIREMENT SYSTEMS
ASSET ALLOCATION
 For the Month Ending September 30, 2012

Retirement System Account Allocation



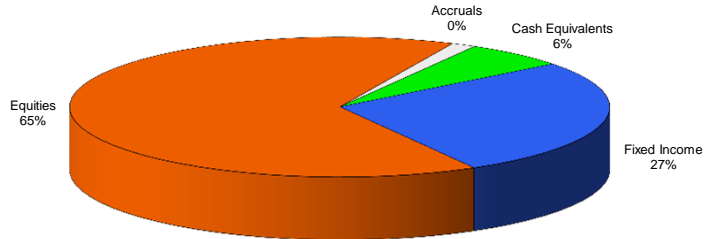
	Main		Munder		Lord Abbett & Co.		Standish Mellon		Sands	
	<i>MV</i>	%	<i>MV</i>	%	<i>MV</i>	%	<i>MV</i>	%	<i>MV</i>	%
Cash Equivalents	1,460,741.21	100.00%	3,556,364.98	15.16%	374,529.63	1.23%	3,876,675.68	15.94%	373,819.42	1.80%
Fixed Income	0.00	0.00%	19,770,760.67	84.26%	0.00	0.00%	23,174,993.17	95.27%	0.00	0.00%
Equities	0.00	0.00%	0.00	0.00%	30,334,858.03	99.34%	0.00	0.00%	20,564,269.83	98.85%
Net Invested Assets	1,460,741.21	100.00%	23,327,125.65	99.42%	30,709,387.66	100.57%	27,051,668.85	111.21%	20,938,089.25	100.65%
Accruals (Income/Trades)	5.24	0.00%	135,596.40	0.58%	-172,824.33	-0.57%	-2,727,107.18	-11.21%	-134,938.14	-0.65%
Total	1,460,746.45	100.00%	23,462,722.05	100.00%	30,536,563.33	100.00%	24,324,561.67	100.00%	20,803,151.11	100.00%

	Invesco		Invesco Core Real Estate		UBP		Ironwood		Pine Grove	
	<i>MV</i>	%	<i>MV</i>	%	<i>MV</i>	%	<i>MV</i>	%	<i>MV</i>	%
Cash Equivalents	664,064.15	6.36%	0.00	0.00%	0.00	0.00%	0.00	0.00%	0.00	0.00%
Fixed Income	0.00	0.00%	9,535,408.00	100.00%	0.00	0.00%	0.00	0.00%	0.00	0.00%
Equities	9,758,590.14	93.47%	0.00	0.00%	5,422,565.27	100.00%	5,496,864.87	100.00%	6,427,515.00	100.00%
Net Invested Assets	10,422,654.29	99.83%	9,535,408.00	100.00%	5,422,565.27	100.00%	5,496,864.87	100.00%	6,427,515.00	100.00%
Accruals (Income/Trades)	17,356.92	0.17%	0.00	0.00%	0.00	0.00%	0.00	0.00%	0.00	0.00%
Total	10,440,011.21	100.00%	9,535,408.00	100.00%	5,422,565.27	100.00%	5,496,864.87	100.00%	6,427,515.00	100.00%

	Cornerstone		RBC Global Mid Cap		Wells Capital		Renaissance		Munder - Other Assets	
	<i>MV</i>	%	<i>MV</i>	%	<i>MV</i>	%	<i>MV</i>	%	<i>MV</i>	%
Cash Equivalents	870,273.60	4.15%	484,794.89	4.47%	105,074.68	0.97%	182,584.34	1.78%	349,044.29	12.97%
Fixed Income	0.00	0.00%	0.00	0.00%	0.00	0.00%	0.00	0.00%	2,324,882.38	86.42%
Equities	20,060,709.08	95.72%	10,510,705.30	96.94%	10,688,558.51	98.39%	10,052,872.57	98.13%	0.00	0.00%
Net Invested Assets	20,930,982.68	99.87%	10,995,500.19	101.41%	10,793,633.19	99.36%	10,235,456.91	99.91%	2,673,926.67	99.39%
Accruals (Income/Trades)	27,165.90	0.13%	-152,857.44	-1.41%	69,888.03	0.64%	8,800.92	0.09%	16,340.82	0.61%
Total	20,958,148.58	100.00%	10,842,642.75	100.00%	10,863,521.22	100.00%	10,244,257.83	100.00%	2,690,267.49	100.00%

	NB Alternatives		Totals	
	<i>MV</i>	%	<i>MV</i>	%
Cash Equivalents	0.00	0.00%	12,297,966.87	6.31%
Fixed Income	0.00	0.00%	54,806,044.22	28.10%
Equities	1,512,123.01	100.00%	130,829,631.61	67.08%
Net Invested Assets	1,512,123.01	100.00%	197,933,642.70	101.49%
Accruals (Income/Trades)	0.00	0.00%	-2,912,572.86	-1.49%
Total	1,512,123.01	100.00%	195,021,069.84	100.00%

Retirement System Asset Allocation



POMPANO BEACH POLICE & FIREFIGHTERS' RETIREMENT SYSTEMS
TOP 10 HOLDINGS
For the Month Ending September 30, 2012

TOTAL			MAIN		
INVESCO CORE REAL ESTATE USA LLC	\$9,603,659.46	4.92%			
PINE GROVE INSTITUTIONAL PARTNERS LP	\$6,427,515.00	3.30%			
IRONWOOD INSTITUTIONAL LTD CLASS A3 S	\$5,476,351.31	2.81%			
SELECTINVEST INSTITUTIONAL ARV LTD SE	\$5,422,565.27	2.78%			
UNITED STATES TREAS BILLS 0% 11/08/2012	\$3,699,963.00	1.90%			
APPLE INC	\$2,595,595.20	1.33%			
GOOGLE INC CL A	\$2,234,777.62	1.15%			
UNITED STATES TREASURY 2.375% 07/31/21	\$2,039,574.60	1.05%			
UNITED STATES TREAS BILLS 0% 01/31/2013	\$1,915,463.52	0.98%			
UNITED STATES TREASURY .125% 07/31/20	\$1,745,345.00	0.89%			
RBC U.S. GOVT MMF	\$12,297,966.87	6.31%	RBC U.S. GOVT MMF	\$1,460,741.21	100.00%
MUNDER			LORD ABBETT & CO		
UNITED STATES TREAS BILLS 0% 01/31/2013	\$1,696,524.84	7.23%	EXXON MOBIL CORPORATION	\$1,055,748.60	3.46%
FEDERAL NATL MTG ASSN GTD MTG PA POI	\$641,581.58	2.73%	CAPITAL ONE FINL CORP	\$792,077.88	2.59%
UNITED STATES TREAS BDS 3.125% 11/15/21	\$635,688.75	2.71%	BERKSHIRE HATHAWAY CL B	\$721,454.25	2.36%
FEDERAL NATL MTG ASSN GTD MTG PA POI	\$633,500.18	2.70%	THERMO FISHER SCIENTIFIC INC	\$712,264.90	2.33%
FEDERAL HOME LN MTG CORP PARTN C GF	\$557,861.10	2.38%	LILLY ELI & CO	\$622,561.26	2.04%
FEDERAL NATL MTG ASSN POOL #725221 5	\$506,616.86	2.16%	COMCAST CORP CL A	\$621,901.83	2.04%
FEDERAL NATL MTG ASSN GTD MTG POOL I	\$462,862.82	1.97%	VERIZON COMMUNICATIONS	\$585,900.00	1.92%
FEDERAL NATL MTG ASSN GTD MTG POOL I	\$442,071.13	1.88%	AT&T INC	\$581,457.90	1.90%
FEDERAL HOME LN MTG CORP PARTN C GF	\$399,326.99	1.70%	EXPRESS SCRIPTS HLDG CO	\$577,784.46	1.89%
NCUA GTD NTS TR 2010-C1 CMO 2.9% 10/29	\$346,378.92	1.48%	JPMORGAN CHASE & CO	\$576,559.44	1.89%
RBC U.S. GOVT MMF	\$3,556,364.98	15.16%	RBC U.S. GOVT MMF	\$374,529.63	1.23%
STANDISH MELLON			SANDS		
UNITED STATES TREAS BILLS 0% 11/08/2012	\$3,699,963.00	15.21%	APPLE INC	\$1,771,077.00	8.51%
UNITED STATES TREASURY 2.375% 07/31/21	\$2,039,574.60	8.38%	VISA INC CL A	\$1,498,608.00	7.20%
UNITED STATES TREASURY .125% 07/31/20	\$1,745,345.00	7.18%	AMAZON COM INC	\$1,490,515.84	7.16%
UNITED STATES TREASURY .625% 12/31/20	\$1,451,073.00	5.97%	GOOGLE INC CL A	\$1,428,624.96	6.87%
UNITED STATES TREAS BDS 3.875% 08/15/21	\$858,224.70	3.53%	SALESFORCE.COM INC	\$1,270,026.00	6.10%
FEDERAL NATL MTG ASSN .875% 12/20/2017	\$544,743.85	2.24%	ALLERGAN INC	\$800,288.00	3.85%
UNITED STATES TREASURY 2.125% 05/31/21	\$465,198.55	1.91%	ASML HOLDING NV NY REG SHS	\$786,600.10	3.78%
UNITED STATES TREASURY .5% 11/30/2012	\$425,114.75	1.75%	QUALCOMM INC	\$679,876.00	3.27%
FEDERAL NATL MTG ASSN GTD MTG POOL I	\$364,215.09	1.50%	SCHLUMBERGER LTD	\$674,441.00	3.24%
FEDERAL HOME LN MTG CORP PARTN C GC	\$338,783.66	1.39%	ALEXION PHARMACEUTICALS INC	\$668,812.00	3.21%
RBC U.S. GOVT MMF	\$3,876,675.68	15.94%	RBC U.S. GOVT MMF	\$373,819.42	1.80%
INVESCO			INVESCO CORE REAL ESTATE		
CHINA MOBILE HONG KONG LTD SPONSOR	\$388,339.29	3.72%	INVESCO CORE REAL ESTATE USA LLC	\$9,603,659.46	100.72%
CHINA MINSHENG BKG CORP LTD ADR REP	\$291,513.37	2.79%			
STEINHOFF INTL HLDGS LTD ADR	\$286,240.41	2.74%			
SWISSCOM AG SPONSORED ADR	\$274,549.18	2.63%			
IMPERIAL TOBACCO GROUP ADR ONE ADR	\$271,432.80	2.60%			
ROYAL DUTCH SHELL PLC ADR-B	\$250,948.39	2.40%			
SANOFI-AVENTIS	\$250,515.05	2.40%			
TIGER BRANDS LTD SPONSORED ADR NEW	\$245,274.30	2.35%			
PORSCHE AUTOMOBIL HLDG SE ADR	\$235,845.80	2.26%			
ZURICH INS GROUP LTD SPONSORED ADR	\$234,482.04	2.25%			
RBC U.S. GOVT MMF	\$664,064.15	6.36%	RBC U.S. GOVT MMF	\$0.00	0.00%
UBP			IRONWOOD		
SELECTINVEST INSTITUTIONAL ARV LTD SE	\$5,422,565.27	100.00%	IRONWOOD INSTITUTIONAL LTD CLASS A3 S	\$5,476,351.31	99.63%
RBC U.S. GOVT MMF	\$0.00	0.00%	RBC U.S. GOVT MMF	\$0.00	0.00%
PINE GROVE ASSOCIATES			CORNERSTONE		
PINE GROVE INSTITUTIONAL PARTNERS LP	\$6,427,515.00	100.00%	CITIGROUP INC	\$976,626.80	4.66%
			APPLE INC	\$824,518.20	3.93%
			GOOGLE INC CL A	\$806,152.66	3.85%
			CHEVRON CORPORATION	\$788,221.01	3.76%
			WAL-MART STORES INC	\$787,710.00	3.76%
			WESTERN DIGITAL CORP	\$787,290.00	3.76%
			MATTEL INC	\$781,575.00	3.73%
			MICROSOFT CORP	\$769,153.00	3.67%
			TEVA PHARMACEUTICAL INDS LTD ADR	\$757,875.00	3.62%
			SANOFI-AVENTIS	\$754,220.00	3.60%
RBC U.S. GOVT MMF	\$0.00	0.00%	RBC U.S. GOVT MMF	\$870,273.60	4.15%



POMPANO BEACH POLICE & FIREFIGHTERS' RETIREMENT SYSTEMS
TOP 10 HOLDINGS (cont'd)
For the Month Ending September 30, 2012

RBC GLOBAL MID CAP			WELLS CAPITAL		
NOBLE CORP	\$434,387.40	4.01%	KANSAS CITY SOUTHERN	\$344,368.80	3.17%
ACCO BRANDS CORP	\$417,255.68	3.85%	SBA COMMUNICATIONS CORP	\$301,878.01	2.78%
KKR FINANCIAL HOLDINGS LLC	\$392,860.38	3.62%	TRANSDIGM GROUP INC	\$257,095.30	2.37%
FLUOR CORP	\$382,014.00	3.52%	ALLIANCE DATA SYS CORP	\$216,005.50	1.99%
CROWN HOLDINGS INC	\$287,257.50	2.65%	COPA HOLDINGS SA-CLASS A	\$214,414.20	1.97%
EDISON INTERNATIONAL	\$286,212.00	2.64%	ASPEN TECHNOLOGY INC (DELAWARE)	\$212,116.80	1.95%
HARTFORD FINL SVCS GROUP INC	\$285,486.50	2.63%	AFFILIATED MANAGERS GROUP INC	\$209,990.00	1.93%
ASHLAND INC NEW	\$283,888.50	2.62%	COMMVAULT SYS INC	\$203,326.20	1.87%
SKYWORKS SOLUTIONS INC	\$277,288.45	2.56%	PANERA BREAD COMPANY-CL A	\$197,983.36	1.82%
REINSURANCE GROUP OF AMERICA	\$251,317.08	2.32%	GNC HLDGS INC	\$191,571.18	1.76%
<i>RBC U.S. GOV'T MMF</i>	\$484,794.89	4.47%	<i>RBC U.S. GOV'T MMF</i>	\$105,074.68	0.97%
RENAISSANCE			MUNDER- OTHER ASSETS		
ENERGY XXI BERMUDA LTD	\$369,462.20	3.61%	UNITED STATES TREAS BILLS 0% 01/31/2013	\$218,938.68	8.14%
LUKOIL OIL CO SPONS ADR	\$358,678.95	3.50%	J P MORGAN MTG ACQUISITION TR 20 ABS 5.	\$170,302.90	6.33%
STATOIL ASA SPON ADR	\$336,964.34	3.29%	UNITED STATES TREASURY .75% 06/30/2017	\$98,383.18	3.66%
ROYAL DUTCH SHELL PLC-ADR A	\$330,758.40	3.23%	FEDERAL NATL MTG ASSN GTD MTG PA POC	\$70,802.96	2.63%
BAYER AG ADR	\$243,259.61	2.37%	FEDERAL NATL MTG ASSN GTD MTG PA POC	\$70,725.53	2.63%
VOLKSWAGEN A G SPON ADR ONE ADR REI	\$241,429.73	2.36%	UNITED STATES TREAS BDS 3.125% 11/15/20	\$66,858.75	2.49%
SIGNET JEWELERS LTD	\$221,895.12	2.17%	FEDERAL HOME LN MTG CORP PARTN C GR	\$64,214.14	2.39%
DIAGEO PLC SPNSRD ADR NEW	\$221,625.60	2.16%	ORACLE CORPORATION 5.75% 04/15/2018	\$61,554.50	2.29%
PRUDENTIAL PLC ADR	\$221,516.28	2.16%	AXIS SPECIALTY FIN LLC 5.875% 06/01/2020	\$56,538.00	2.10%
ANHEUSER BUSCH INBEV SA/NV ADR	\$220,394.00	2.15%	FEDERAL NATL MTG ASSN GTD MTG POOL N	\$54,747.22	2.04%
<i>RBC U.S. GOV'T MMF</i>	\$182,584.34	1.78%	<i>RBC U.S. GOV'T MMF</i>	\$349,044.29	12.97%
NB ALTERNATIVES ADVISORS					
NB CROSSROADS 2010 FUND PLAN ASSET /	\$1,521,190.13	100.60%			
<i>RBC U.S. GOV'T MMF</i>	\$0.00	0.00%			



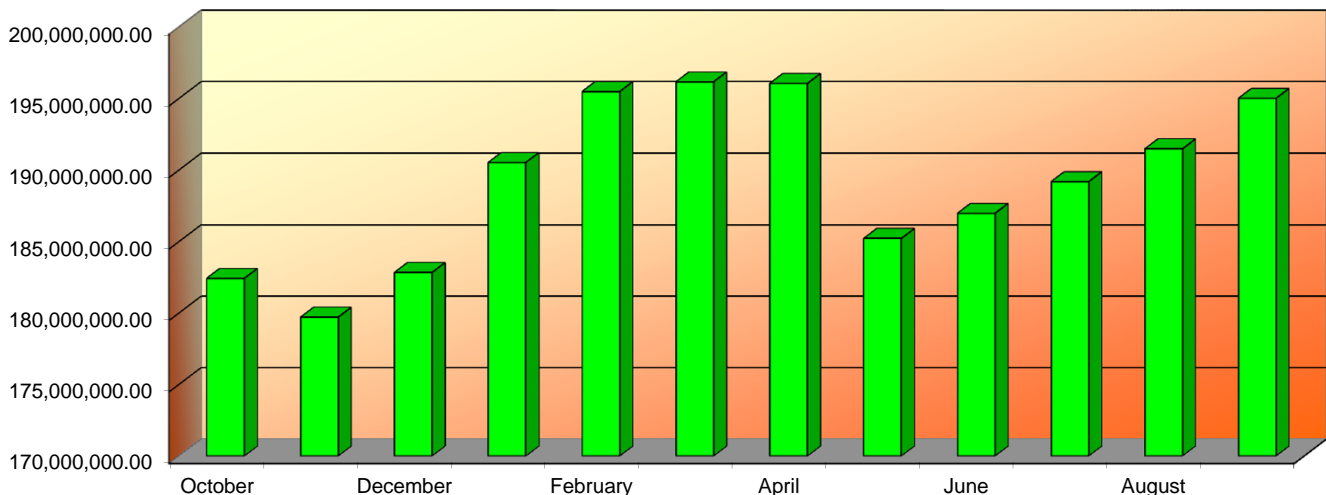
**POMPANO BEACH POLICE & FIREFIGHTERS' RETIREMENT SYSTEMS
ANALYSIS FOR CURRENT FISCAL YEAR
For the Year Ending SEPTEMBER 30, 2012**

	<u>October</u>	<u>November</u>	<u>December</u>	<u>January</u>	<u>February</u>	<u>March</u>	<u>April</u>
Beginning Market Value	166,252,157.07 4,114,455.23 *	182,444,794.91	179,720,716.76	182,851,044.31	190,544,803.20	195,498,235.71	196,174,169.25
Contributions to Fund							
Employee	119,956.50	133,311.33	118,692.88	118,358.33	116,574.25	174,967.24	103,611.27
Employer	117,962.01	-	5,640,699.75	-	-	1,006,443.75	-
State	-	-	-	-	-	-	-
Other	5,138.55	8,073.40	7,757.72	32,752.04	10,387.18	17,777.12	8,993.98
	<u>243,057.06</u>	<u>141,384.73</u>	<u>5,767,150.35</u>	<u>151,110.37</u>	<u>126,961.43</u>	<u>1,199,188.11</u>	<u>112,605.25</u>
Earnings							
Dividends	171,324.47	107,992.36	243,785.00	165,313.20	79,399.77	193,534.49	211,503.26
Interest	139,009.88	198,657.06	120,877.35	135,015.94	178,510.67	88,931.84	157,593.62
Accrued Interest Paid	4,533.49	81,991.10	(87,915.90)	(11,687.20)	46,525.04	(23,812.97)	(10,027.02)
	<u>314,867.84</u>	<u>388,640.52</u>	<u>276,746.45</u>	<u>288,641.94</u>	<u>304,435.48</u>	<u>258,653.36</u>	<u>359,069.86</u>
Less							
Benefit Payments	-	(1,142,966.57)	(2,242,154.44)	(37,369.18)	(1,241,489.41)	(2,604,928.43)	(1,164.83)
Expenses	(199,709.87)	(227,591.77)	(626,895.96)	(136,601.76)	(342,386.49)	(237,874.66)	(252,744.55)
Loans Issued	-	(9,815.00)	-	-	-	-	-
	<u>(199,709.87)</u>	<u>(1,380,373.34)</u>	<u>(2,869,050.40)</u>	<u>(173,970.94)</u>	<u>(1,583,875.90)</u>	<u>(2,842,803.09)</u>	<u>(253,909.38)</u>
Net Gains/(Losses)							
Realized	623,371.57	520,232.83	480,934.98	678,460.33	1,055,410.99	254,288.46	577,472.26
Unrealized	11,096,596.01	(2,393,962.89)	(525,453.83)	6,749,517.19	5,050,500.51	1,806,606.70	(905,168.95)
	<u>11,719,967.58</u>	<u>(1,873,730.06)</u>	<u>(44,518.85)</u>	<u>7,427,977.52</u>	<u>6,105,911.50</u>	<u>2,060,895.16</u>	<u>(327,696.69)</u>
Ending Market Value	<u>182,444,794.91</u>	<u>179,720,716.76</u>	<u>182,851,044.31</u>	<u>190,544,803.20</u>	<u>195,498,235.71</u>	<u>196,174,169.25</u>	<u>196,064,238.29</u>

	<u>May</u>	<u>June</u>	<u>July</u>	<u>August</u>	<u>September</u>	<u>Current Qtr-to-Date</u>	<u>Fiscal Year-to-Date</u>
Beginning Market Value	196,064,238.29	185,233,828.54	186,991,783.42	189,199,468.94	191,488,411.71	186,991,783.42	166,252,157.07
Transfers	-	-	-	-	-	-	4,114,455.23
Contributions to Fund							
Employee	123,142.41	112,673.43	112,330.62	156,950.07	189,879.75	459,160.44	1,580,448.08
Employer	-	1,006,443.75	-	1,831,621.27	114,620.52	1,946,241.79	9,717,791.05
State	-	-	-	-	-	-	-
Other	304,148.40	3,734.62	5,182.97	12,477.00	4,294.14	21,954.11	420,717.12
	<u>427,290.81</u>	<u>1,122,851.80</u>	<u>117,513.59</u>	<u>2,001,048.34</u>	<u>308,794.41</u>	<u>2,427,356.34</u>	<u>11,718,956.25</u>
Earnings							
Dividends	159,042.40	246,494.32	245,147.79	139,100.96	185,515.66	569,764.41	2,148,153.68
Interest	187,114.43	103,701.53	88,755.35	179,138.05	129,966.25	397,859.65	1,707,271.97
Accrued Interest Paid	30,237.92	(75,249.69)	36,729.04	40,437.83	(56,151.34)	21,015.53	(24,389.70)
	<u>376,394.75</u>	<u>274,946.16</u>	<u>370,632.18</u>	<u>358,676.84</u>	<u>259,330.57</u>	<u>988,639.59</u>	<u>3,831,035.95</u>
Less							
Benefit Payments	(1,397,700.86)	(2,496,038.37)	(114,877.18)	(2,300,650.11)	(67,534.26)	(2,483,061.55)	(13,646,873.64)
Expenses	(226,972.75)	(124,533.55)	(193,009.41)	(377,860.92)	(35,992.55)	(606,862.88)	(2,982,174.24)
Loans Issued	-	(49,675.00)	-	-	(29,745.00)	(29,745.00)	(89,235.00)
	<u>(1,624,673.61)</u>	<u>(2,670,246.92)</u>	<u>(307,886.59)</u>	<u>(2,678,511.03)</u>	<u>(133,271.81)</u>	<u>(3,119,669.43)</u>	<u>(16,718,282.88)</u>
Net Gains/(Losses)							
Realized	2,765,608.79	435,788.68	707,460.96	319,000.58	365,907.65	1,392,369.19	8,783,938.08
Unrealized	(12,775,030.49)	2,594,615.16	1,319,965.38	2,288,728.04	2,731,897.31	6,340,590.73	17,038,810.14
	<u>(10,009,421.70)</u>	<u>3,030,403.84</u>	<u>2,027,426.34</u>	<u>2,607,728.62</u>	<u>3,097,804.96</u>	<u>7,732,959.92</u>	<u>25,822,748.22</u>
Ending Market Value	<u>185,233,828.54</u>	<u>186,991,783.42</u>	<u>189,199,468.94</u>	<u>191,488,411.71</u>	<u>195,021,069.84</u>	<u>195,021,069.84</u>	<u>195,021,069.84</u>

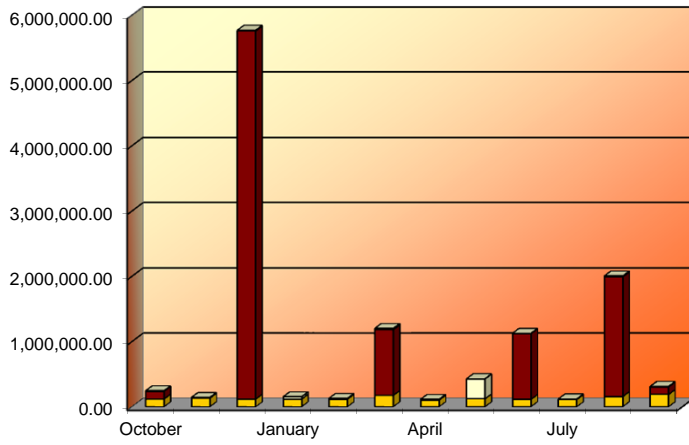
*\$4,114,455.23 represents a transfer from the Invesco Equity Real Estate Securities Trust in 09/11 to the Invesco Core Real Estate Fund in 10/11.

Fiscal Year's Market Value

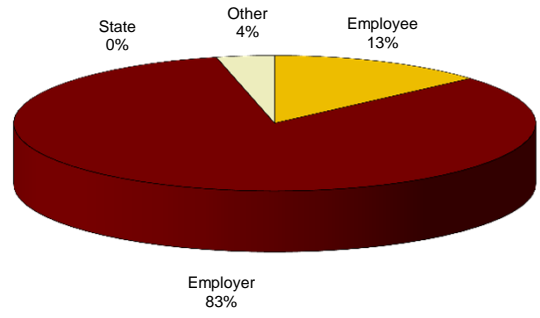


**POMPANO BEACH POLICE & FIREFIGHTERS' RETIREMENT SYSTEMS
ANALYSIS FOR CURRENT FISCAL YEAR
For the Year Ending SEPTEMBER 30, 2012**

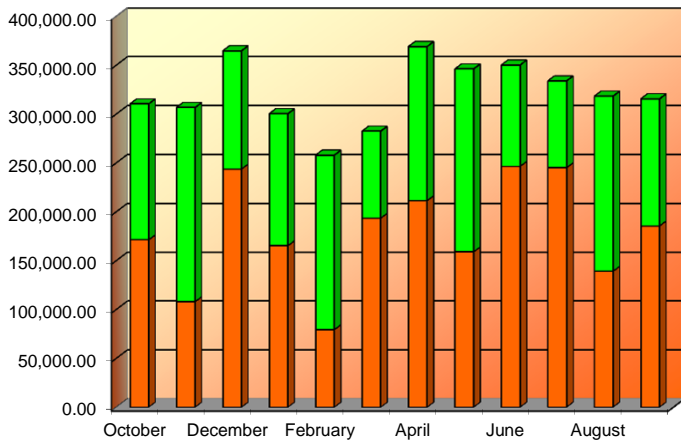
Fiscal Year's Contributions



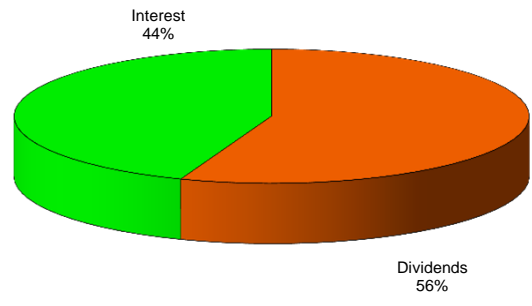
Contribution's for the Fiscal Year



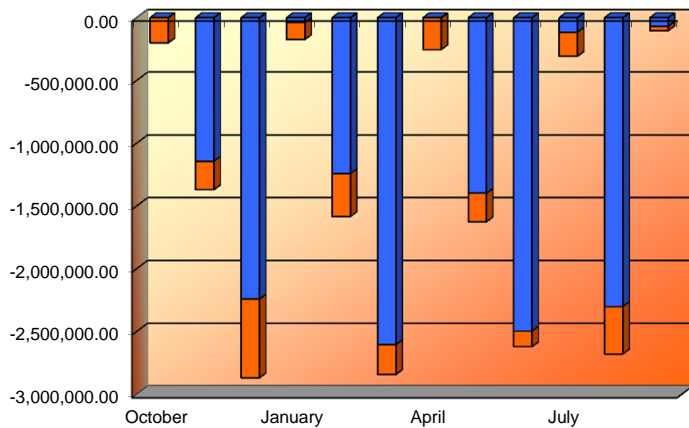
Fiscal Year's Income



Income for the Fiscal Year



Fiscal Year's Distributions



Distributions for the Fiscal Year

