For the year ended December 31, 2012

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Independent Auditor's Report

To the Board of Trustees of General Synod Pension Plan of the Anglican Church of Canada

We have audited the statement of net assets available for benefits and endowment funds of General Synod Pension Plan of the Anglican Church of Canada as at December 31, 2012, the statement of changes in net assets available for benefits and endowment funds for the year then ended, and a summary of significant accounting policies.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Canadian accounting standards for pension plans, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified audit opinion.

Basis for Qualified Opinion

The scope of our audit did not extend to an examination of the payroll records of the contributing employers. Accordingly, verification of contributions was limited to the amounts recorded in the records of the Fund. Therefore, we were not able to determine whether any adjustments might be necessary to contribution revenue, net increase (decrease) in net assets for the years ended December 31, 2012 and 2011, assets as at December 31, 2012 and 2011 and net assets available for benefits as at January 1 and December 31 for both the 2012 and 2011 years. Our audit opinion on the financial statements for the year ended December 31, 2011 was modified accordingly because of the possible effects of this limitation in scope.

Qualified Opinion

In our opinion, except for the possible effects of the matter described in the Basis for Qualified Opinion paragraph, the financial statements present fairly, in all material respects, the financial position of General Synod Pension Plan of the Anglican Church of Canada as at December 31, 2012, and the changes in its net assets available for benefits for the year then ended in accordance with Canadian accounting standards for pension glans.

Chartered Accountants, Licensed Public Accountants

Carola UP

Markham, Ontario May 3, 2013

General Synod Pension Plan of the Anglican Church of Canada Statement of Net Assets Available for Benefits and Endowment Funds

December 31	2012	2011
Assets		
Investments (Note 3) Contributions receivable	\$607,579,933	\$563,560,397
Employers Members	674,036 239,174	•
Accrued interest, dividend and other income Other receivables	2,851,240 2,851,240	2,765,576
Due from related parties (Note 10(b))	35,745	•
Liabilities	611,382,212	567,256,720
Accounts payable and accrued liabilities (Note 6)	625,542	599,787
Total net assets	\$610,756,670	\$566,656,933
Net assets available for benefits and endowment funds		
Funds available for obligations of the General Synod	_	
Pension Plan Additional voluntary contributions on deposit	\$606,370,314 28,511	\$ 562,640,359 54,896
Net assets available for benefits Endowment funds (Note 7)	606,398,825 4,357,845	562,695,255 3,961,678
Total net assets available for benefits and endowment funds	\$610,756,670	\$566,656,933

Approved by the Board of Trustees:

Trucation

General Synod Pension Plan of the Anglican Church of Canada Statement of Changes in Net Assets Available for Benefits

For the year ended December 31	2012	2011
Increase in net assets		
Contributions		
Employers	\$12,448,554	\$ 12,437,669
Members	4,417,229	
	16,865,783	16,850,927
investment income (Note 4)	72,341,806	
Total increase in net assets	89,207,589	32,512,475
Decrease in net assets		
Pensions, allowances and death benefits	39,643,477	38,361,010
Refunds and transfers (Note 8)	2,643,181	
Administrative expenses (Note 9 and 10(a))	3,217,361	2,794,166
Total decrease in net assets	45,504,019	44,077,270
Net increase (decrease) in net assets	43,703,570	(11,564,795)
Net assets available for benefits, beginning of year	562,695,255	574,260,050
Net assets available for benefits, end of year	\$606,398,825	\$562,695,255

General Synod Pension Plan of the Anglican Church of Canada Statement Changes in Endowment Funds

For the year ended December 31	2012	2011		2011	
Endowment funds, beginning of year	\$ 3,961,678 \$	4,336,546			
Revenue Dividends and interest Realized capital gains (losses) Increase (decrease) in unrealized market value Donations received	141,630 73,767 322,175 13,086	138,132 (3,283) (295,165) 13,357			
Expenses Benefits paid Administration and other expenses	550,658 108,836 45,655	(146,959) 180,499 47,410			
Net increase (decrease) in endowment funds	<u>154,491</u> 396,167	227,909			
Endowment funds, end of year (Note 7)	\$ 4,357,845 \$	3,961,678			

December 31, 2012

1. Significant Accounting Policies

a) Nature and Purpose of Plan

The Pension Plan is a contributory target benefit specified multi-employer pension plan providing benefits to members of the General Synod Pension Plan and is registered with the Financial Services Commission of Ontario - Pension Plans Branch under the Pension Benefit Act. 1990.

In accordance with Canon VIII of the General Synod of the Anglican Church of Canada, the Pension fund shall be comprised of the following parts: the Ordinary Fund, the Endowment Fund and the Special Endowment Fund. These financial statements reflect the combined financial information of the Pension fund.

b) Basis of Presentation

These financial statements are prepared on the going concern basis in accordance with Canadian accounting standards for pension plans and present the aggregate financial position of the Plan as a separate financial reporting entity independent of the participating employers and Plan members. They are prepared to assist Plan members and others in reviewing the activities of the Plan for the fiscal period but they do not portray the funding requirements of the Plan or the benefit security of individual Plan members.

The Plan is a contributory target benefit specified multi-employer pension plan that specifies the expected benefits to be paid to members upon pension eligibility. For accounting purposes, the Plan is considered to be a defined contribution pension plan since contributions are limited to amounts determined by the Pension Committee and employers are not required to fund actuarially determined funding deficiencies that may occur from time to time. Rather, such actuarially determined funding deficiencies are addressed by options such as making changes to the contribution levels, making changes to the Plan's investment strategies and/or making adjustments to benefits paid by the Plan.

c) Accruals

Investment income, pension payments and expenses are accrued in the year to which they relate.

December 31, 2012

- 1. Significant Accounting Policies (continued)
 - d) investments

Investments of the Plan are stated at fair market value, where available.

The Plan accounts for its investments in accordance with *International Financial Reporting Standards* (IFRS) 13 with respect to the fair value measurement of its investments.

Real estate investment values are calculated from financial statements which include fair values based on periodic independent appraisals of the properties.

e) Pension Benefits

The present value of accrued pension benefits is determined using the projected benefit method prorated on service and the administrator's best estimate assumptions. An actuarial valuation was prepared as of August 31, 2012 by Eckler Ltd., consulting actuaries and was then extrapolated to December 31, 2012.

f) Foreign Currency Translation

Foreign currency amounts have been translated into Canadian dollars on the following basis:

- Purchases and sales of marketable securities, income and expenses at exchange rates in effect on the date of the transaction.
- Market value of securities at the year-end rate of exchange.

g) Funding Policy

In accordance with the Plan Regulations, members of the Plan are required to contribute 4.4% of their salaries to the Plan, while employers are required to contribute 12.4% (2011 - 12.4%) of their members' salaries. Effective August 31, 2003, a group RRSP was established with Canada Life to allow members to contribute additional retirement savings. There is an ongoing commitment to transferring all voluntary contributions on deposit from the pension plan to the Group RRSP. The additional voluntary contributions are from active members of the Plan, and were only permitted until December 31, 2002, and are only available to those members who made the voluntary contributions.

December 31, 2012

1. Significant Accounting Policies (continued)

h) Revenue Recognition

Members and employers' contributions are recorded in the financial statements up to and including the December month to the extent that these contributions are reported by the date of the auditor's report. Contributions reported after this date are included in the next fiscal period.

Dividend income is recognized as of the record date. Interest income is recognized on a time proportion basis. The purchase and sale of securities are recorded on a settlement date basis. Realized gains and losses from security transactions are based on the average cost of the security.

i) Use of Estimates

The preparation of financial statements in conformity with Canadian accounting standards for pension plans requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of increases and decreases in net assets during the reported period. Actual amounts could differ from those estimates.

j) Income Tax Status

The Plan is registered pursuant to the Pension Benefit Act and is exempt from tax under section 149(1)(0) of the Income Tax Act.

The Endowment Fund is registered as a charitable organization for income tax purposes and is exempt from tax under section 149(1)(f) of the Income Tax Act.

2. Description of Plan

The following description of the General Synod Pension Plan of the Anglican Church of Canada (the "Plan") is a summary only. For more complete information, reference should be made to the Plan Document.

General

The Plan is a contributory target benefit specified multi-employer pension plan covering the clergy and lay employees of the Participating Employers affiliated with the Anglican Church of Canada. Under the Plan, contributions are made by the Plan members and their participating employers. If the assets held by the Plan do not meet its liabilities, benefits may be reduced. The Plan is registered under the Pension Benefits Act, 1990, registration number 0345777.

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2. Description of Plan (continued)

Service pensions

Service pensions are available based on the career average earnings as determined by a specific formula.

Survivors' pensions

A survivor's pension is paid to the spouse/partner of an active member who has a minimum of five years of contributions.

Withdrawal refunds

If the pension is not vested or locked-in, the member's contributions, together with interest, will be refunded on cessation of employment. If the pension is vested or locked-in, a number of other options are available.

Endowment funds

Endowment funds are received by way of gift, donation or bequest as an enhancement to the Plan benefits. The endowment funds restricted by decision may be disbursed at the discretion of the Pension Committee of the General Synod of the Anglican Church of Canada ("General Synod"), while the special endowment funds are restricted by donors or trusts.

Income recorded in the endowment funds is calculated as the total return on investments, i.e., interest, dividends, realized net capital gains (losses) and net change in unrealized gains (losses).

The capital portion of the endowment funds has been determined as the amounts contributed to December 31, 1996 at market value with subsequent additions at cost, plus an annual capitalized portion of income approved by the Board of Trustees of the Pension Committee to be added to the capital. The Trustees approved capitalized income of \$396,167 (2011 - withdrawal from capital of \$374,868).

The income not capitalized is allocated to income distributable. Any balance of income not distributed is retained for later distribution.

December 31, 2012

3. Investments

(a) Investments

		2012	,		2011	
	Cost	Market Value	%	Cost	Market Value	%
Cash and short-term investments	\$12,082,680	\$12,085,064	1.99	\$ 15,173,709	\$ 15,187,149	2.69
Fixed income Canadian Foreign Canadian pooled	34,105,387 18,219,705	37,755,016 22,506,899	6.22 3.70	60,088,690 1,620,914	64,735,052 2,046,651	11.49
fixed income investments	142,639,184	143,675,251	23.65	135,638,426	140,651,624	24.96
Total Fixed Income	194,964,276	203,937,166	33.57	197,348,030	207,433,327	36.81
Equities Common shares Canadian	87,521,772	120,381,168	19.81	91.507.001	113 475 078	20 43
Foreign Foreign pooled equity investments	149,715,747 65,620,996	141,304,756 68,320,338	23.26 11.24	135,378,517 64,190,708	114,909,128 60,203,087	20.39
Total Equities	302,858,515	330,006,262	54.31	291,076,226	288,537,293	51.20
Canadian Real Estate	52,983,930	57,227,572	9.42	43,247,210	48,497,750	8.61
Endowment Fund - Pooled balanced fund investments	3,537,897	3,230,196	0.53	3,497,970	2,965,396	0.52
Endowment Fund - Canadian pooled equity fund investments	1,307,818	1,093,673	0.18	1,250,928	939,482	0.17
	\$567,735,116	\$607,579,933	100.00	\$551,594,073	\$ 563,560,397	100.00

December 31, 2012

3. Investments (continued)

(b) Individually significant investments

The cost or market value of the following investments exceeds 1% of the cost or market value of the Plan's net assets.

		2012		2011
	Cost	Market Value	Cos	Market t Value
Short-term investments				
Canadian Treasury Bill (\$6,145,000 par value, due January 17, 2013)	\$6,142,522	\$6,142,522	\$ -	\$ -
Equities				
Canadian Suncor Energy Toronto Dominion Bank	\$4,844,075 5,329,701	\$7,284,517 6,951,250	\$ 4,194,829 5,329,700	
Pooled Funds				
Baillie Gifford Global Alpha Fund SSGA Enhanced Canadian	\$65,620,996	\$63,320,338	\$ 64,190,708	\$ 59,180,181
Long Term Bond Fund	142,639,184	143,675,251	135,638,426	140,651,624
Real Estate				
Canadian Bentall Property				
Fund VI Ltd. Penreal Property	\$7,200,000	\$6,659,741	\$ 7,200,000	\$ 6,944,486
Fund V Ltd. Bentall Kennedy Prime	4,132,180	5,944,182	8,539,323	11,351,283
Canadian Property Fund Ltd.	41,649,250	44,604,615	25,003,132	25,519,983

December 31, 2012

4. Investment Income

Investment income consists of the following:

	2012	2011
Bond, notes and deposit interest Dividends Pooled funds distributions Canadian real estate Gain on disposal of investments, net Net unrealized gain (loss) in market value of investments Foreign exchange gain (loss)	\$ 3,635,406 7,717,864 12,067,744 6,580,929 12,212,612 27,561,028 2,566,222	\$ 3,520,783 7,707,397 13,381,579 6,826,333 9,386,246 (24,873,636) (287,154)
	\$72,341,806	\$ 15,661,548

5. Accrued Pension Benefits

The estimated actuarial present value of accrued pension benefits as at December 31 and the principal components of changes in this value during the year are as follows:

	2012	2011
Estimated actuarial present value of accrued pension benefits, beginning of year Accrued interest on benefits Benefits accrued Expenditures Experience loss (gain)	\$600,614,000 35,656,000 12,515,000 (43,620,000) 3,925,000	\$610,240,000 35,904,000 13,024,000 (42,612,000) (15,942,000)
Estimated actuarial present value of accrued pension benefit, end of year	\$609,090,000	\$600,614,000

The estimated actuarial present value of accrued pension benefits as at December 31, 2012 is based on an actuarial valuation prepared as at August 31, 2012, which was extrapolated to December 31, 2012 by Eckler Ltd. The valuation was determined using the accrued benefit actuarial cost method and reflects best estimate assumptions and the expectation that the Plan will continue on an ongoing basis. Significant assumptions are summarized below.

Discount rate

A discount rate of 6% (2011 - 6%) per annum has been assumed in calculating the actuarial present value of accrued pension benefits.

Retirement

It has been assumed that members in receipt of LTD benefits would retire at age 65 and that 20% (2011 - 20%) of the members under age 65 on the valuation date will retire at age 60 (or the current age, if greater) and the remainder at age 65.

December 31, 2012

5. Accrued Pension Benefits (continued)

Mortality

It has been assumed that the mortality of members will follow the 1994 Uninsured Pensioner Mortality Table projected with scale AA to 2015, rated down one year in age.

Investment values

The actuarial value of net assets is determined as the average of the market value of assets at December 31, 2012 and the adjusted market values at the December 31 of the prior 4 years. The adjusted market values were developed by applying the discount rate of 6% to the fund cash-flows, net of investment expenses. The actuarial value of net assets differs from net assets available for benefits reflected in the financial statements as follows:

			201	2	2011
	Net assets available for benefits Market changes not reflected in the actuarial value of net assets		\$606,398,82 (37,603,825		20,851,745
	Actuarial value of net assets	\$	568,795,00	0 \$	583,547,000
	The next required filing with the Financial Services Comm May 31, 2013 based on August 31, 2012 amounts.	issi	on of Ontari	0 ("	FSCO") is due
6.	Accounts Payable and Accrued Liabilities				
	Accounts payable and accrued liabilities consist of the follow	/ing	g: 2012		2011
	Custodial and management fees Other	\$	500,560 124,982	\$	556,951 42,836
		<u>\$</u>	625,542	\$	599,787
7.	Endowment Funds	·			
	Endowment capital funds consist of the following:		2012		2011
	Restricted by decision Special endowment funds Anne Moria Grant Arthur Wauton Grasett Katherine Frances Grasett Rotary Trust	\$	2,185,776 1,128,635 273,433 282,294 49,394	\$	1,025,780 248,156 256,648 45,027
	Other special endowment funds	_	438,313		401,085

\$ 4,357,845 \$ 3,961,678

December 31, 2012

8. Refunds and Transfers

Pension contributions refunded or transferred during the year on withdrawals, terminations and pre-retirement deaths are as follows:

	2012	 2011
Refunds Transfers to other plans	\$ 492,431 	\$ 567,876 2,354,218
	\$ 2,643,181	\$ 2,922,094

9. Administrative Expenses

Administrative expenses consist of the following:

	 2012	 2011
Actuarial - Eckler Ltd. Administrative fees (Note 10 (a)) Audit - BDO Canada LLP Insurance Investment consulting - Mercer Investment Consulting Investment management and custodial fees Legal - Norton Rose LLP (formerly Ogilvy Renault LLP) Legal - Koskie Minsky LLP Other (recovery)	\$ 227,118 922,254 59,583 62,229 105,938 1,883,203 6,793 14,208 (63,965)	\$ 174,087 877,165 57,291 61,434 115,797 1,467,642 98,938 25,729 (83,917)
	\$ 3,217,361	\$ 2,794,166

Pursuant to the Pension Benefits Act, 1990, the following information is disclosed:

	_	2012	2012	
Investment management				
AllianceBernstein	\$	-	\$	134,350
BNP Paribas Group Investment Partners Canada Ltd		-		85,007
Baillie Gifford and Co.		410,136		276,381
BlackRock Asset Management Canada Limited		-		38,412
Canso Investment Counsel Ltd.		210,864		218,866
CGOV Asset Management		250,807		236,949
Letko Brosseau and Associates Inc.		508,142		495,959
Less: Recovery of fees		-		(321,575)
State Street Global Advisors, Ltd.		396,453		191,803
State Street Trust Company Canada - Custodial services		106,801		111,490
	\$	1,883,203	\$	1,467,642

Bentall investment Management charges annual portfolio management fees at 0.5% of the appraised fair value of the properties it manages. The fees are calculated and paid to Bentall Investment Management on a monthly basis, net of investment income earned.

December 31, 2012

10. Related Party Transactions

- a) The Pension Office Corporation of the Anglican Church of Canada administers the Plan. In the current year, the Pension Office Corporation charged the Plan \$846,952 plus HST, of which \$30,798 plus HST is charged to the endowment fund while the remaining \$816,154 plus HST is charged to the general fund (2011 \$776,414 plus HST) to cover a portion of the operating expenses at the exchange value (the amount of consideration established and agreed to by the related parties).
- b) The following amounts are due from (to) related parties at year end:

	 2012	 2011
Pension Office Corporation of the Anglican Church of Canada Long Term Disability Plan of the Anglican	\$ 37,344	\$ 7,592
Continuing Education Plan of the Anglican	(1,599)	•
Continuing Education Plan of the Anglican Church of Canada	 	 625
	\$ 35,745	\$ 8,217

The General Synod Pension Plan of the Anglican Church of Canada has a common Board of Directors/Trustees with the other plans.

11. Financial Risk Management

The Plan may be exposed to a variety of financial risks including credit risk, liquidity risk and market risk (including interest rate risk, currency risk, and price risk):

a) Market risk

Market risk is the risk that the value of an investment changes as a result of market conditions. Market risk encompasses a variety of risks such as interest rate risk, currency risk and price risk. The Plan uses a variety of strategies such as diversification and hedging to mitigate the various forms of risk. Investments in various asset classes are monitored on a monthly basis. The Plan employs professional managers to make investment decisions and execute trades and monitors these managers closely.

Interest rate risk

Interest rate risk is the risk that the value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Plan manages interest rate risk by establishing a diversified target asset mix. A portion of the fixed income portfolio is actively managed, allowing managers to anticipate and attempt to mitigate interest rate movements. An increase/decrease of 1% in nominal interest rates, with all other variables held constant would result in an approximate decrease/increase of \$23,411,000 (2011 - \$23,312,000) in the value of the Plan's fixed income investments.

December 31, 2012

11. Financial Risk Management (continued)

Currency risk

Currency risk is the risk that the value of investments denominated in foreign currencies will fluctuate with changes in foreign currency exchange rates. The Plan's policy is to hedge approximately 35% to 40% of its currency exposure. After giving effect to the impact of hedging activities a 10% increase (decrease) in the value of the Canadian dollar against all currencies with all other variables held constant, would result in an approximate decrease (increase) in the value of the Plan's investments of \$15,425,000 (2011 - \$11,900,000).

In Canadian dollars, the net underlying currency exposures are as follows:

Currency	2012	2011
United States	\$101,919,787	\$ 74,170,281
Eurozone	21,535,119	15,689,070
United Kingdom	14,842,169	10,341,562
Asia Pacific	12,344,073	12,209,850
Europe - Other	10,951,868	7,471,394
Emerging markets	8,050,162	10,854,899
Total	\$169,643,178	\$ 130,737,056
As % of Net Assets	27.78%	23.07%

Price risk

Other price risk is the risk that the value of an investment will fluctuate with changes in market prices. The Plan is subject to price risk on its investments in equities. An increase (decrease) of 10% in the market prices for equities, with all other variables held constant, would result in an approximate increase (decrease) in the Plan's investments of \$33,000,000 (2011 - \$29,000,000). The Plan manages that risk by diversifying its investments in accordance with the Statement of Investment Policies and Procedures prepared by the Trustees of the Plan.

b) Credit risk

Credit risk is the risk of loss arising when a counterparty fails to fully honour its financial obligations with the Plan. Credit risk can also cause losses when an issuer is downgraded by credit rating agencies leading to a reduction in the market value of the issuers' obligations. The Plan has a prudently diversified fixed income portfolio comprising investment in a long bond index fund and an actively managed portfolio of corporate bonds. Investment restrictions within the plan limit investments with a single issuer. Additional restrictions are placed on the issuer, currency and rating of fixed income securities to reduce risk.

December 31, 2012

11. Financial Risk Management (continued)

As at December 31, 2012:

Rating	Corporate Bonds	Pooled Bond Funds*	Short-term
AAA/R-1 High	\$ 2,519,224	\$53,314,892	\$6,302,393
AA/R-1 Middle	7,771,879	36,257,984	1,278,754
A	15,645,827	46,383,085	-
BBB	8,865,683	8,688,349	_
Below B/Unrated	25,459,302	-	
	\$60,261,915	\$144,644,310	\$7,581,147

^{*} Numbers are extrapolated based on the percentages in each category for the SSGA Enhanced Canadian Long Term Bond Fund as per the December 31, 2012 audited financial statements of State Street Global Advisors, Ltd.

As at December 31, 2011:

Rating	Corporate Bonds	Pooled Bond Funds*	Short-term
AAA/R-1 High AA/R-1 Middle A BBB BB	\$ 3,942,981 7,789,069 22,164,866 20,325,486 5,573,066	\$50,634,585 37,975,938 43,602,004 8,439,097	\$1,551,642 201,769 -
B Below B/Unrated	2,069,081 4,917,154 \$66,781,703	\$140,651,624	\$1,753,411

^{*} Numbers are extrapolated based on the percentages in each category for the SSGA Enhanced Canadian Long Term Bond Fund as per the December 31, 2011 audited financial statements of State Street Global Advisors, Ltd.

The Plan participates in a securities lending agreement through State Street Bank and Trust Company. The Plan manages the credit risk associated with the borrower by requiring the borrower to provide collateral in the form of readily marketable securities of a minimum of 105% of the market value of the securities lent. State Street Bank and Trust Company provides indemnification against borrower default. At December 31, 2012 the Plan had approximately \$31,150,000 (2011 - \$14,100,00) of securities on loan and held collateral of approximately \$32,800,000 (2011 - \$14,900,000).

c) Liquidity risk

Liquidity risk is the risk that the Plan has insufficient cash flows to meet its obligations as they come due. Cash inflows are derived from employer and member contributions and investment income. The majority of the Plan's assets are invested in readily marketable securities and can be sold relatively quickly. The Plan also invests in real estate which is typically less liquid.

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11. Financial Risk Management (continued)

d) Financial Instruments Fair Value Hierarchy

Disclosure of a three-level hierarchy for fair value measurements is based upon transparency of inputs to the valuation of an asset or liability as of the measurement date. The three levels are defined as follows:

Level 1:

For securities valued based on unadjusted quoted prices in active markets for identical assets.

Level 2:

For securities valued based on inputs, other than quoted prices included in Level 1, that are observable for the asset, either directly or indirectly.

Level 3:

For securities valued based on inputs that are based on unobservable market data.

As at December 31, 2012:

AS de December 51, 2012.	Level 1	Level 2	Level :	3 Total
Cash and short-term investments	\$12,085,064	1	\$ -	\$12,085,064
niv obtineries	712,005,007		-	\$12,065,064
Fixed Income				
Canadian	-	37,755,016	-	37,755,016
Foreign	•	22,506,899	-	22,506,899
Canadian pooled				
fixed income investments		143,675,251	-	143,675,251
Total Fixed Income		203,937,166	-	203,937,166
Equities				
Common shares				
Canadian	120,381,168	-	-	20,381,168
Foreign Foreign pooled	141,304,756	-	-	41,304,756
equity investments	68,320,338			40 220 220
equity investments	00,320,338		-	68,320,338
Total Equities	330,006,262	-	. •	330,006,262
Canadian Real Estate	~	•	57,227,572	57,227,572
Endowment Fund - Pooled				
balanced fund investments	2,261,137	969,059	-	3,230,196
Endowment Fund - Canadian pooled equity fund investmen	ts 1,093,673		<u>-</u>	1,093,673
Total	\$345,446,136	\$204,906,225	\$57,227,572	\$607,579,933

December 31, 2012

11. Financial Risk Management (continued)

As at December 31, 2011:

	Level 1	Level 2	Level 3	Total
Cash and short-term investments	\$ 15,187,149	\$ -	\$ -	\$ 15,187,149
Fixed Income Canadian Foreign	<u>.</u>	64,735,052 2,046,651		64,735,052 2,046,651
Canadian pooled fixed income investments	_	140,651,624		140,651,624
Total Fixed Income	<u> </u>	207,433,327	-	207,433,327
Equities Common shares Canadian	443 435 070			
Foreign Foreign pooled	113,425,078 114,909,128	-	-	113,425,078 114,909,128
equity investments	60,203,087	•	-	60,203,087
Total Equities	288,537,293	•	<u>-</u>	288,537,293
Canadian Real Estate	-	-	48,497,750	48,497,750
Endowment Fund - Pooled balanced fund investments	1,986,815	978,581		2,965,396
Endowment Fund - Canadian pooled equity fund investments	939,482		_	939,482
Total	\$306,650,739	\$209,380,967	\$48,497,750	\$563,560,397

During the years, there were no transfers between Level 1 and Level 2.

The following is a reconciliation of Level 3 fair value measurements for the year ended December 31, 2012:

	2012 2011	-
Balance, beginning of the year Transfers in Returned capital Realized gains distributed Unrealized gains	\$48,497,750 \$ 27,112,661 16,646,118 26,903,132 (6,892,143) (4,173,177) (2,579,122) (5,007,019) 1,554,969 3,662,153	
Balance, end of the year	\$57,227,572 \$ 48,497,750	

December 31, 2012

12. Capital Disclosure

The Plan considers its capital to consist of net assets available for benefits. The Plan's objective when managing its capital is to accumulate funds for the provision of defined retirement benefits to pension plan members. The Plan's ability to meet this goal is affected by the level of benefits provided and contributions required under the Plan, and by the prudent and effective management of the Plan's assets, which are invested in accordance with the Plan's Statement of Investment Policies and Procedures and within the applicable regulatory limits.

There have been no significant changes to the Plan's capital management objectives, policies and processes in the year nor has there been any change in what the Plan considers to be its capital.

13. Comparative Figures

Certain comparative figures have been reclassified to conform to the current year's presentation.