

ALLIANT ENERGY CORP
Form 4
January 25, 2008

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
MCALLISTER SINGLETON B

(Last) (First) (Middle)

PO BOX 2568

(Street)

MADISON, WI 53701

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

ALLIANT ENERGY CORP [LNT]

3. Date of Earliest Transaction (Month/Day/Year)

01/23/2008

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
COMMON DRIP	01/23/2008		A		596.192	A	\$ 36.23
					3,830.745	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 6)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCALLISTER SINGLETON B PO BOX 2568 MADISON, WI 53701	X			

Signatures

F. J. Buri as
POA for
Date: 01/25/2008

**Signature of Reporting Person

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number. mes New Roman" SIZE="2">

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You should rely only on the information contained in or incorporated by reference into this prospectus supplement, the accompanying prospectus or any applicable free writing prospectus. We have not, the underwriter has not and the selling stockholders have not, authorized any other person to provide you with different or additional information. Neither we, the underwriter nor the selling stockholders take any responsibility for, or can provide any assurance as to the reliability of, any different or additional information. This prospectus supplement and the accompanying prospectus do not constitute an offer to sell, or a solicitation of an offer to purchase, any securities in any jurisdiction where it is unlawful to make such offer or solicitation. You should assume that the information appearing in this prospectus supplement, the accompanying prospectus, any applicable free writing prospectus and the documents incorporated by reference herein or therein is accurate only as of their respective dates or on the date or dates which are specified in these documents. Our business, financial condition, liquidity, results of operations and prospects may have changed since those dates.

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ABOUT THIS PROSPECTUS SUPPLEMENT AND THE PROSPECTUS

This document is in two parts. The first part is this prospectus supplement, which describes the specific terms of this offering and also adds to and updates information contained in the accompanying prospectus and the documents incorporated by reference. The second part, the accompanying prospectus, gives more general information, some of which may not apply to this offering.

To the extent the information contained in this prospectus supplement differs or varies from the information contained in the accompanying prospectus or documents incorporated by reference herein or therein, the information in this prospectus supplement will supersede such information. In addition, any statement in a filing we make with the Securities and Exchange Commission that adds to, updates or changes information contained in an earlier filing we made with the Securities and Exchange Commission shall be deemed to modify and supersede such information in the earlier filing.

This prospectus supplement does not contain all of the information that is important to you. You should read the accompanying prospectus as well as the documents incorporated by reference in this prospectus supplement and the accompanying prospectus. See Incorporation by Reference in this prospectus supplement and Where You Can Find More Information; Incorporation by Reference in the accompanying prospectus. Unless otherwise indicated or unless the context requires otherwise, references in this prospectus supplement to we, our, us and our company refer to Hudson Pacific Properties, Inc., a Maryland corporation, Hudson Pacific Properties, L.P., and any of our other subsidiaries. Hudson Pacific Properties, L.P. is a Maryland limited partnership of which we are the sole general partner and to which we refer in this prospectus supplement as our operating partnership.

Unless otherwise indicated or unless the context requires otherwise, in this prospectus supplement, references to Blackstone refer to certain entities affiliated with The Blackstone Group L.P., references to the Farallon Funds refer to certain funds affiliated with Farallon Capital Management, L.L.C., references to the selling stockholders refer to certain funds affiliated with Farallon Capital Management, L.L.C. that are selling shares of our common stock in this offering and references to selling unitholders refer to certain entities affiliated with The Blackstone Group L.P. and certain funds affiliated with Farallon Capital Management, L.L.C., from which we will acquire common units using the net proceeds received by us from this offering.

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FORWARD-LOOKING INFORMATION

This prospectus supplement and the accompanying prospectus and the documents that we incorporate by reference in each contain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995 (set forth in Section 27A of the Securities Act of 1933, as amended, or the Securities Act, and Section 21E of the Exchange Act of 1934, as amended, or the Exchange Act). Also, documents we subsequently file with the Securities and Exchange Commission and incorporate by reference will contain forward-looking statements.

In particular, statements pertaining to our liquidity and capital resources, portfolio performance and results of operations contain forward-looking statements. Furthermore, all of the statements regarding future financial performance (including anticipated funds from operations, market conditions and demographics) are forward-looking statements. We are including this cautionary statement to make applicable and take advantage of the safe harbor provisions of the Private Securities Litigation Reform Act of 1995 for any such forward-looking statements. We caution investors that any forward-looking statements presented in this prospectus supplement and the accompanying prospectus and the documents that we incorporate by reference in each, are based on management's beliefs and assumptions made by, and information currently available to, management. You can identify forward looking statements by the use of forward looking terminology such as anticipate, believe, expect, intend, may, might, plan, estimate, project, should, will, result and similar expressions or the negative of such expressions that are predictions of or indicate future events or trends and that do not relate solely to historical matters. You can also identify forward-looking statements by discussions of strategy, plans or intentions.

Forward looking statements are subject to risks, uncertainties and assumptions and may be affected by known and unknown risks, trends, uncertainties and factors that are beyond our control. Should one or more of these risks, trends, uncertainties or factors materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those anticipated, estimated or projected. We do not guarantee that the transactions and events described will happen as described (or that they will happen at all).

Some of the risks and uncertainties that may cause our actual results, performance, liquidity or achievements to differ materially from those expressed or implied by forward-looking statements include, among others, the following:

adverse economic or real estate developments in our target markets;

general economic conditions;

defaults on, early terminations of or non-renewal of leases by tenants;

fluctuations in interest rates and increased operating costs;

our failure to obtain necessary outside financing or maintain an investment grade rating;

our failure to generate sufficient cash flows to service our outstanding indebtedness and maintain dividend payments;

lack or insufficient amounts of insurance;

decreased rental rates or increased vacancy rates;

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difficulties in identifying properties to acquire and completing acquisitions;

our failure to successfully operate acquired properties and operations;

our failure to maintain our status as a REIT;

environmental uncertainties and risks related to adverse weather conditions and natural disasters;

financial market fluctuations;

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risks related to acquisitions generally, including the diversion of management's attention from ongoing business operations and the impact on customers, tenants, lenders, operating results and business;

the inability to successfully integrate acquired properties, realize the anticipated benefits of acquisitions or capitalize on value creation opportunities;

changes in real estate and zoning laws and increases in real property tax rates; and

other factors affecting the real estate industry generally.

While forward-looking statements reflect our good faith beliefs, they are not guarantees of future performance. We expressly disclaim any obligation to publicly update or revise any forward-looking statement to reflect changes in underlying assumptions or factors, or new information, data or methods, future events or other changes. Accordingly, investors should use caution in relying on past forward-looking statements, which were based on results and trends at the time they were made, to anticipate future results or trends. For a further discussion of these and other factors that could impact our future results, performance or transactions, see the section of this prospectus supplement entitled

Risk Factors, including the risks incorporated therein from the Annual Report on Form 10-K of Hudson Pacific Properties, Inc. and Hudson Pacific Properties, L.P. for the year ended December 31, 2015, and other reports filed with the Securities and Exchange Commission and incorporated by reference herein.

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PROSPECTUS SUPPLEMENT SUMMARY

This summary highlights information contained elsewhere or incorporated by reference in this prospectus supplement and the accompanying prospectus. This summary is not complete and does not contain all of the information that you should consider before investing in our common stock. We urge you to read this entire prospectus supplement, the accompanying prospectus and the documents incorporated by reference carefully, including the financial statements and notes to those financial statements incorporated by reference herein and therein. Please read Risk Factors for more information about important risks that you should consider before investing in our common stock.

Our Company

We are a full-service, vertically integrated real estate company focused on owning, operating and acquiring high-quality office properties and state-of-the-art media and entertainment properties in select growth markets primarily in Northern and Southern California and the Pacific Northwest. Our investment strategy focuses on high barrier-to-entry, in-fill locations with favorable, long-term supply demand characteristics in select markets, including Los Angeles, Orange County, San Diego, San Francisco, Silicon Valley and Seattle.

As of November 21, 2016, our portfolio included office properties, comprising an aggregate of approximately 13.6 million square feet, and media and entertainment properties, comprising approximately 0.9 million square feet of sound-stage, office and supporting production facilities. We also own undeveloped density rights for approximately 2.6 million square feet of future office space.

We have elected to be taxed as a REIT for federal income tax purposes commencing with our taxable year ended December 31, 2010. We believe that we have operated in a manner that has allowed us to qualify as a REIT for federal income tax purposes commencing with such taxable year, and we intend to continue operating in such a manner. We conduct substantially all of our business through our operating partnership, of which we serve as the sole general partner.

Corporate Information

Our principal executive offices are located at 11601 Wilshire Boulevard, Ninth Floor, Los Angeles, California 90025. Our telephone number is 310-445-5700. Our Web site address is www.hudsonpacificproperties.com. The information on, or otherwise accessible through, our Web site does not constitute a part of this prospectus supplement or the accompanying prospectus.

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The Offering

The offering terms are summarized below solely for your convenience. For a more complete description of the terms of our common stock, see Description of Common Stock.

Securities offered by us 17,533,099 shares of common stock, \$0.01 par value per share

Securities offered by the selling stockholders 1,165,918 shares of common stock, \$0.01 par value per share

New York Stock Exchange symbol HPP

Shares of common stock outstanding immediately prior to completion of this offering 119,507,748⁽¹⁾ shares

Shares of common stock outstanding upon completion of this offering 137,040,847⁽¹⁾ shares

Shares of common stock and common units outstanding upon completion of this offering and the unit repurchase 146,491,467⁽¹⁾⁽²⁾ shares and common units

Use of proceeds We expect the net proceeds received by us from the sale of common stock in this offering, after deducting estimated underwriting discounts, will be approximately \$ million.

We intend to use the net proceeds received by us from this offering, after deducting estimated underwriting discounts, but before estimated offering expenses payable by us, to acquire an aggregate of 17,533,099 common units from the selling unitholders in the unit repurchase, consisting of 17,250,000 common units to be acquired from Blackstone and 283,099 common units to be acquired from the Farallon Funds.

We will not receive any of the proceeds from the sale of the shares of our common stock by the selling stockholders, but, pursuant to registration rights agreements, we will pay approximately half of the expenses of this offering with respect to the shares of common stock sold by the Farallon Funds, other than underwriting discounts, which will be borne by the Farallon Funds.

Restrictions on ownership Our charter contains restrictions on the ownership and transfer of our stock that are intended to assist us in complying with the requirements for qualification as a REIT. Among other things, our charter provides that, subject to certain exceptions, no person or entity may actually or beneficially own, or be deemed to own by virtue of the applicable constructive ownership provisions of the Internal Revenue Code of 1986, as amended, or the Code, more than 9.8% (in value or in number of shares, whichever is more restrictive)

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of the outstanding shares of our common stock. See [Restrictions on Ownership and Transfer](#) in the accompanying prospectus.

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Risk factors

Investing in our common stock involves a high degree of risk and the purchasers of our common stock may lose their entire investment. Before deciding to invest in our common stock, please carefully read the section of this prospectus supplement entitled "Risk Factors," including the risks incorporated therein from the Annual Report on Form 10-K of Hudson Pacific Properties, Inc. and Hudson Pacific Properties, L.P. for the year ended December 31, 2015, and other reports filed with the Securities and Exchange Commission and incorporated by reference herein.

- (1) Excludes (i) shares of common stock issuable upon exchange of outstanding 6.25% Cumulative Redeemable Convertible Series A Preferred Units of partnership interest in our operating partnership, or Series A Preferred Units, with an aggregate liquidation preference of approximately \$10.2 million, which became convertible or redeemable on June 29, 2013, and (ii) a maximum of 3,678,158 shares of common stock available for issuance in the future under our equity incentive plan. As of November 21, 2016, up to 10,850,566 fungible units may be granted in the future under our equity incentive plan in any combination of five-year options, ten-year options or restricted stock (inclusive of any equity grants that may be made in the future under our outperformance programs or other performance based equity awards). A maximum of 13,910,982, 10,850,566 or 3,678,158 shares of common stock are available for issuance in the future under our equity incentive plan if such fungible units are granted as five-year options, ten-year options or restricted stock, respectively.
- (2) Includes 9,450,620 common units held by limited partners of our operating partnership, which units may, subject to certain limitations and adjustments, be redeemed for cash or, at our option, exchanged for shares of common stock on a one-for-one basis.

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RISK FACTORS

*Investing in our common stock involves risks. In addition to other information in this prospectus supplement, you should carefully consider the following risks, the risks described in the Annual Report on Form 10-K of Hudson Pacific Properties, Inc. and Hudson Pacific Properties, L.P. for the year ended December 31, 2015, as well as the other information and data set forth in this prospectus supplement, the accompanying prospectus and the documents incorporated by reference herein and therein before making an investment decision with respect to the common stock. The occurrence of any of the following risks could materially and adversely affect our business, prospects, financial condition, results of operations and our ability to make cash distributions to our stockholders, which could cause you to lose all or a part of your investment in our common stock. Some statements in this prospectus supplement, including statements in the following risk factors, constitute forward-looking statements. See *Forward-Looking Information* in this prospectus supplement.*

Risks Related to this Offering

The per share trading price and trading volume of our common stock may be volatile following this offering.

The per share trading price of our common stock may be volatile. In addition, the trading volume in our common stock may fluctuate and cause significant price variations to occur. If the per share trading price of our common stock declines significantly, you may be unable to resell your shares at or above the purchase price. We cannot assure you that the per share trading price of our common stock will not fluctuate or decline significantly in the future.

Some of the factors that could negatively affect our share price or result in fluctuations in the price or trading volume of our common stock include:

actual or anticipated variations in our quarterly operating results or dividends;

changes in our funds from operations or earnings estimates;

publication of research reports about us or the real estate industry;

prevailing interest rates;

the market for similar securities;

changes in market valuations of similar companies;

adverse market reaction to any additional debt we may incur in the future;

additions or departures of key management personnel;

actions by institutional stockholders;

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speculation in the press or investment community;

the realization of any of the other risk factors presented in this prospectus supplement and in the Annual Report on Form 10-K of Hudson Pacific Properties, Inc. and Hudson Pacific Properties, L.P. for the year ended December 31, 2015;

the extent of investor interest in our securities;

the general reputation of REITs and the attractiveness of our equity securities in comparison to other equity securities, including securities issued by other real estate-based companies;

our underlying asset value;

investor confidence in the stock and bond markets, generally;

changes in tax laws;

future equity issuances;

failure to meet earnings estimates;

failure to meet the REIT qualification requirements and maintain our REIT status;

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changes in our credit ratings;

general economic and financial market conditions;

our issuance of debt or preferred equity securities; and

our financial condition, results of operations and prospects.

In the past, securities class action litigation has often been instituted against companies following periods of volatility in the price of their common stock. This type of litigation could result in substantial costs and divert our management's attention and resources, which could have an adverse effect on our financial condition, results of operations, cash flow and per share trading price of our common stock.

Market interest rates may have an effect on the value of our common stock.

One of the factors that will influence the per share trading price of our common stock will be the dividend yield on our common stock (as a percentage of the price of our common stock) relative to market interest rates. An increase in market interest rates, which are currently at low levels relative to historical rates, may lead prospective purchasers of shares of our common stock to expect a higher dividend yield and higher interest rates would likely increase our borrowing costs and potentially decrease funds available for distribution. Thus, higher market interest rates could cause the per share trading price of our common stock to decrease.

The number of shares of our common stock available for future issuance or sale could adversely affect the per share trading price of our common stock.

We cannot predict whether future issuances or sales of shares of our common stock or the availability of shares of our common stock for resale in the open market will decrease the per share trading price of our common stock. The issuance of substantial numbers of shares of our common stock in the public market, or upon exchange of common units, or the perception that such issuances might occur, could adversely affect the per share trading price of our common stock. The per share trading price of our common stock may decline significantly upon the sale or registration of additional shares of our common stock pursuant to registration rights granted to Blackstone and the Farallon Funds.

We have entered into a registration rights agreement with Blackstone, pursuant to which we have registered the resale from time to time of 63,474,791 shares of our common stock on behalf of Blackstone (including any shares of common stock issuable upon the exchange of common units owned by Blackstone) pursuant to an effective shelf registration statement, 17,224,791 of which shares will remain available for sale under the shelf registration statement following the consummation the unit repurchase. The shares of common stock that have been registered on behalf of Blackstone and that will remain available for sale under the shelf registration statement following the consummation of this offering and the unit repurchase, as described above, represent approximately 12.6% of the outstanding shares of our common stock as of November 21, 2016 after giving effect to this offering and the unit repurchase but before giving effect to any exchange of common units held by limited partners of our operating partnership for shares of our common stock (or approximately 11.8% of the outstanding shares of our common stock if all common units held by limited partners of our operating partnership were exchanged for shares of common stock on a one-for-one basis). Following the consummation of this offering and the unit repurchase, the company will have the right to request that one of Blackstone's two nominees to its board of directors tender their resignation. The company has not yet determined whether it will exercise such right.

In addition, we have entered into a registration rights agreement with the Farallon Funds, pursuant to which we have registered the resale from time to time of 10,535,534 shares of our common stock (including any shares of common stock issuable upon the exchange of common units) on behalf of the Farallon Funds pursuant to an effective shelf registration statement, 1,449,017 of which shares will remain available for sale under the shelf registration statement following the consummation of this offering and the unit repurchase. The shares that have been registered on behalf of the Farallon Funds and that will remain available for resale under the shelf

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registration statement following the consummation of this offering and the unit repurchase, as described above, represent approximately 1.1% of the outstanding shares of our common stock as of November 21, 2016 after giving effect to this offering and the unit repurchase but before giving effect to any exchange of common units held by limited partners of our operating partnership for shares of our common stock (or approximately 1.0% of the outstanding shares of our common stock if all common units held by limited partners of our operating partnership were exchanged for shares of common stock on a one-for-one basis).

A substantial number of additional shares may be sold pursuant to the registration rights granted to Blackstone and the Farallon Funds. The sale of such shares by Blackstone and/or the Farallon Funds, or the perception that such sales may occur, could materially and adversely affect the per share trading price of our common stock. Additionally, the exchange of common units for common stock, the exercise of any options or the vesting of any restricted stock granted to certain directors, executive officers and other employees under our equity incentive plan, or the issuance of our common stock or common units in connection with future property, portfolio or business acquisitions could have an adverse effect on the per share trading price of our common stock. Moreover, the existence of common units, options, shares of our common stock reserved for issuance as restricted shares of our common stock or upon exchange of common units may adversely affect the terms upon which we may be able to obtain additional capital through the sale of equity securities. Future issuances of shares of our common stock may also be dilutive to existing stockholders.

Future offerings of debt securities, which would be senior to our common stock upon liquidation, and/or preferred equity securities which may be senior to our common stock for purposes of dividend distributions or upon liquidation, may adversely affect the per share trading price of our common stock.

In the future, we may attempt to increase our capital resources by making additional offerings of debt or equity securities (or causing our operating partnership to issue debt or equity securities), including medium-term notes, senior or subordinated notes and additional classes or series of preferred stock or preferred units. Upon liquidation, holders of our debt securities and shares of preferred stock or preferred units of partnership interest in our operating partnership and lenders with respect to other borrowings would be entitled to receive our available assets prior to distribution to the holders of our common stock. Additionally, any convertible or exchangeable securities that we issue in the future may have rights, preferences and privileges more favorable than those of our common stock and may result in dilution to owners of our common stock. Holders of our common stock are not entitled to preemptive rights or other protections against dilution. Any shares of preferred stock we issue or preferred units our operating partnership issues in the future could have a preference on liquidating distributions or a preference on dividend payments that could limit our ability pay dividends to the holders of our common stock. Because our decision to issue securities in any future offering will depend on market conditions and other factors beyond our control, we cannot predict or estimate the amount, timing or nature of any such future offering. Thus, our stockholders bear the risk of our future offerings reducing the per share trading price of our common stock and diluting their interest in us.

Our ability to pay dividends is limited by the requirements of Maryland law.

Our ability to pay dividends on our common stock is limited by the laws of Maryland. Under applicable Maryland law, a Maryland corporation generally may not make a distribution if, after giving effect to the distribution, the corporation would not be able to pay its debts as the debts become due in the usual course of business or the corporation's total assets would be less than the sum of its total liabilities plus, unless the corporation's charter permits otherwise, the amount that would be needed, if the corporation were dissolved at the time of the distribution, to satisfy the preferential rights upon dissolution of stockholders whose preferential rights are superior to those receiving the distribution. Accordingly, we generally may not make a distribution on our common stock if, after giving effect to the distribution, we would not be able to pay our debts as they become due in the usual course of business or our total assets would be less than the sum of our total liabilities plus, unless the terms of such class or series provide otherwise, the amount that would be needed to satisfy the preferential rights upon dissolution of the holders of shares of any class or series of preferred stock then outstanding, if any, with preferences upon dissolution senior to those of our common stock.

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USE OF PROCEEDS

We expect the net proceeds to us from the sale of common stock by us in this offering, after deducting estimated underwriting discounts, will be approximately \$ million.

We intend to use the net proceeds from this offering, after deducting underwriting discounts, but before estimated offering expenses payable by us, to acquire an aggregate of 17,533,099 common units from the selling unitholders in the unit repurchase, consisting of 17,250,000 common units to be acquired from Blackstone and 283,099 common units to be acquired from the Farallon Funds.

We will not receive any of the proceeds from the sale of the shares of our common stock by the selling stockholders, but, pursuant to registration rights agreements, we will pay approximately half of the expenses of this offering with respect to the shares of common stock sold by the Farallon Funds, other than underwriting discounts, which will be borne by the Farallon Funds.

The estimated offering expenses payable by us from the sale of common stock by us and the selling stockholders, exclusive of underwriting discounts, are approximately \$250,000.

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The following table sets forth certain information regarding the beneficial ownership of shares of our common stock and common units, which are redeemable for cash or, at our election, exchangeable for shares of our common stock, for the selling stockholders and the selling unitholders at November 21, 2016. As of November 21, 2016, there were 119,507,748 shares of common stock outstanding and 26,983,719 common units held by limited partners of our operating partnership outstanding.

For further information regarding material relationships and transactions between us and the selling stockholders and the selling unitholders, see the Related-Party and Other Transactions Involving our Officers and Directors section of our definitive proxy statement on Schedule 14A that was filed with the Securities and Exchange Commission on April 1, 2016 and is incorporated by reference in this prospectus supplement.

Beneficial ownership is determined in accordance with the rules of the Securities and Exchange Commission.

Name	Beneficial Ownership Prior to this Offering and the Unit Repurchase						Beneficial Ownership After this Offering and the Unit Repurchase					
	Number of Shares	Percent of All Shares	Number of Common Units	Percent of All Common Units	Number of Shares and Common Units	Percent of All Shares and Common Units	Number of Shares	Percent of All Shares	Number of Common Units	Percent of All Common Units	Number of Shares and Common Units	Percent of All Shares and Common Units
Farallon Funds ⁽¹⁾	2,331,840	2.0%	566,194	2.1%	2,898,034	2.0%	1,165,922	0.9%	283,095	3.0%	1,449,017	1.0%

- (1) The Farallon Funds that are selling stockholders in this offering (and the number of shares of common stock they are offering) are: Farallon Capital Partners, L.P. (162,611 shares), Farallon Capital Institutional Partners, L.P. (902,231 shares) and Farallon Capital Institutional Partners III, L.P. (101,076 shares). Farallon Partners, L.L.C., a Delaware limited liability company, or FPLLC, is the general partner of each of the Farallon Funds and, as such, may be deemed to beneficially own the shares of common stock or the common units held by each of the Farallon Funds. As managing members of FPLLC with the power to exercise investment discretion, each of Michael B. Fisch, Richard B. Fried, Daniel J. Hirsch, David T. Kim, Monica R. Landry, Michael G. Linn, Rajiv A. Patel, Thomas G. Roberts, Jr., Andrew J. M. Spokes, John R. Warren and Mark C. Wehrly, referred to collectively as the Farallon Managing Members, may be deemed to beneficially own the shares of common stock or the common units held by each of the Farallon Funds. Each of FPLLC and the Farallon Managing Members disclaims beneficial ownership of such shares of common stock and common units. All of the entities and individuals identified in this footnote disclaim group attribution. Richard B. Fried, a Farallon Managing Member, is a member of our board of directors. The address for all of the above mentioned entities and individuals is One Maritime Plaza, Suite 2100, San Francisco, California 94111. We will use a portion of the net proceeds received by us in this offering to acquire 283,099 common units from Farallon Capital Partners, L.P. in the unit repurchase.

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FEDERAL INCOME TAX CONSIDERATIONS

For a discussion of certain material U.S. federal income tax consequences regarding our company and holders of our common stock, please see the information appearing under the heading "Federal Income Tax Considerations" in Item 8.01 of our Current Report on Form 8-K dated July 18, 2016 and the information in Exhibit 99.1 thereto, which supersedes, in its entirety, the discussion under the heading "Federal Income Tax Considerations" in the accompanying prospectus. Prospective investors in our common stock should consult their tax advisors regarding the U.S. federal income and other tax considerations to them of the acquisition, ownership and disposition of our common stock offered by this prospectus supplement.

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UNDERWRITING

Subject to the terms and conditions of an underwriting agreement among Morgan Stanley & Co. LLC, us, our operating partnership and the selling stockholders, Morgan Stanley & Co. LLC has agreed to purchase from us and the selling stockholders, an aggregate of 18,699,017 shares of our common stock.

Subject to the terms and conditions set forth in the underwriting agreement, the underwriter has agreed to purchase all of the shares of common stock sold under the underwriting agreement if any of these shares are purchased.

We, our operating partnership and the selling stockholders have agreed to indemnify the underwriter against certain liabilities, including liabilities under the Securities Act, or to contribute to payments the underwriter may be required to make in respect of those liabilities. In addition, we, our operating partnership and the selling stockholders are obligated to contribute to payments the underwriter may be required to make in respect of those liabilities if indemnification is not permitted.

The underwriter is offering the shares of common stock, subject to prior sale, when, as and if issued to and accepted by it, subject to approval of legal matters by its counsel, including the validity of the shares of common stock, and other conditions contained in the underwriting agreement, such as the receipt by the underwriter of officer's certificates and legal opinions. The underwriter reserves the right to withdraw, cancel or modify offers to the public and to reject orders in whole or in part.

Discounts

The following table summarizes the underwriting discounts we and the selling stockholders will pay to the underwriter.

	Per Share	Total
Public offering price	\$	\$
Underwriting discounts	\$	\$

The underwriter has advised us that the underwriter proposes to offer the shares of common stock directly to the public at the public offering price on the cover of this prospectus supplement and to selected dealers at such offering price less a selling concession not in excess of \$ per share. After this offering, the underwriter may change the offering price and other selling terms.

We estimate that our portion of the total expenses of this offering, excluding underwriting discounts, will be \$250,000.

No Sales of Similar Securities

Pursuant to the underwriting agreement, we and the selling stockholders have agreed, subject to specified exemptions, not to sell or transfer any shares of common stock or any securities convertible into or exercisable or exchangeable for common stock (including units in our operating partnership), for 30 days after the date of this prospectus supplement without first obtaining the written consent of the underwriter. Specifically, we and these other persons have agreed not to directly or indirectly:

offer, pledge, sell or contract to sell any shares of common stock;

sell any option or contract to purchase any shares of common stock;

purchase any option or contract to sell any shares of common stock;

grant any option, right or warrant for the sale of any shares of common stock;

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otherwise dispose of or transfer any shares of common stock;

file, or request or demand that we file, any registration statement under the Securities Act with respect to any of the foregoing; or

enter into any swap or any other agreement or any transaction that transfers, in whole or in part, directly or indirectly, the economic consequence of ownership of the common stock, whether any such swap or transaction is to be settled by delivery of common stock or other securities, in cash or otherwise.

The restrictions described in the immediately preceding paragraph do not apply to: (A) with respect to us, (1) any shares of our common stock issued or options to purchase our common stock granted pursuant to the Hudson Pacific Properties, Inc. and Hudson Pacific Properties, L.P. 2010 Incentive Award Plan, as amended, or the Hudson Pacific Properties, Inc. Director Stock Plan, (2) any shares of our common stock issued pursuant to any non-employee director stock plan or dividend reinvestment plan referred to in this prospectus supplement (including the documents incorporated herein by reference), (3) shares of our common stock transferred in accordance with Article VI of our charter, (4) shares of our common stock, in the aggregate not to exceed 10% of the number of shares of common stock outstanding, issued in connection with other acquisitions of real property or real property companies, provided, in the case of this clause (4), that each acquirer agrees to similar restrictions, and (5) the filing of a registration statement on Form S-8 relating to the offering of securities in accordance with the terms of an equity incentive plan; and (B) with respect to the selling stockholders, (1) their sale of our shares to the underwriter and (2) their sale, as selling unitholders, of common units to us in the unit repurchase. In the case of the selling stockholders, the restrictions described in the immediately preceding paragraph are subject to the exemptions specified in their respective lock-up agreements.

This lock-up provision applies to common stock and to securities convertible into or exchangeable or exercisable for common stock. It also applies to common stock owned now or acquired later by the person executing the agreement or for which the person executing the agreement later acquires the power of disposition.

New York Stock Exchange Listing

The shares are listed on the NYSE under the symbol HPP.

Short Positions

In connection with this offering, the underwriter may purchase and sell our common stock in the open market. These transactions may include short sales and purchases on the open market to cover positions created by short sales. Short sales involve the sale by the underwriter of a greater number of shares than it is required to purchase in this offering. Covered short sales are sales made in an amount not greater than the underwriter's option to purchase additional shares. The underwriter may close out any covered short position by either exercising its option to purchase additional shares or purchasing shares in the open market. In determining the source of shares to close out the covered short position, the underwriter will consider, among other things, the price of shares available for purchase in the open market as compared to the price at which it may purchase 300 SPDR KBW BANK ETF COM 78464A797 531 20,000 SH SOLE 20000 SPDR S&P 500 ETF COM 78462F103 981 7,400 SH SH_DEF 1 7400 SPDR S&P 500 ETF TRUST COM 78462F103 857 6,290 SH SOLE 6290 SPDR S&P BIOTECH ETF COM 78464A870 14 200 SH SOLE 200 SPDR S&P HOMEBUILDERS ETF COM 78464A888 26 1,400 SH SOLE 1400 SPDR S&P MIDCAP 400 ETF TRUST COM 78467Y107 23 125 SH SOLE 125 SPECTRA ENERGY CORP COM 847560109 291 10,409 SH SOLE 10409 SPX CORPORATION COM 784635104 29 350 SH SOLE 350 STANTEC INC COM 85472N109 1 26 SH SH_DEF 1 26 STANTEC INC COM 85472N109 286 9,335 SH SOLE 9335 STANTEC INC COM 85472N109 126 4,200 SH SOLE 4200 STAPLES INC COM 855030102 643 32,235 SH SOLE 32235 STARBUCKS CORPORATION COM 855244109 61 1,600 SH SOLE 1600 STATE STREET CORP COM 857477103 1,189 25,750 SH SOLE 25750 STATOIL ASA SPON ADR COM 85771P102 157 5,536 SH SOLE 5536 STEIN MART INC COM 858375108 556 53,500 SH SOLE 53500 STILLWATER MINING COMPANY COM 86074Q102 8,322 353,120 SH SOLE 353120 STRYKER CORPORATION COM 863667101 62 1,000 SH SOLE 1000 SUN LIFE FINANCIAL INC CALL 866796105 9,726 309,500 CALL SH_DEF 1 309500 SUN LIFE FINANCIAL INC COM 866796105 9 300 SH SH_DEF 1 300 SUN LIFE FINANCIAL INC COM 866796105 11,643 361,618 SH SOLE 361618 SUN LIFE FINANCIAL INC COM 866796105 25,094 798,535 SH SH_DEF 1 798535 SUN LIFE FINANCIAL INC COM 866796105 279,668 8,899,459 SH SOLE 8899459 SUN LIFE FINANCIAL INC COM 866796105 126 4,000 SH SOLE 4000 SUN LIFE FINANCIAL INC PUT 866796105 15,166 482,600 PUT SH_DEF 1 482600 SUNCOR ENERGY INC (NEW) COM 867224107 37,811 823,005 SH SOLE 823005 SUNCOR ENERGY INC NEW COM 867224107 170 3,800 SH SH_DEF 1 3800 SUNCOR ENERGY INC NEW COM 867224107 134 3,000 SH SH_DEF 1 3000 SUNCOR ENERGY INC NEW COM 867224107 224 5,000 SH SH_DEF 1 5000 SUPERVALU INC COM 868536103 264 28,800 SH SOLE 28800 SXC HEALTH SOLUTIONS CORP COM 78505P100 866 15,500 SH SOLE 15500 SXC HEALTH SOLUTIONS CORP COM 78505P100 44 800 SH SH_DEF 1 800 SXC HEALTH SOLUTIONS CORP COM 78505P100 311 5,700 SH SOLE 5700 SXC HEALTH SOLUTIONS CORP COM 78505P100 38,894 713,158 SH SH_DEF 2 713158 SXC HEALTH SOLUTIONS CORP PUT

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78505P100 354 6,500 PUT SH_DEF 1 6500 SYNGENTA AG-ADR COM 87160A100 355 5,300 SH SOLE 5300 SYSCO CORPORATION COM 871829107 237 8,335 SH SOLE 8335 T ROWE PRICE GROUP INC COM 74144T108 251 3,680 SH SOLE 3680 TALISMAN ENERGY INC CALL 87425E103 6,460 261,300 CALL SH_DEF 1 261300 TALISMAN ENERGY INC COM 87425E103 10,607 418,808 SH SOLE 418808 TALISMAN ENERGY INC COM 87425E103 12,988 525,352 SH SH_DEF 1 525352 TALISMAN ENERGY INC COM 87425E103 240,704 9,736,597 SH SOLE 9736597 TALISMAN ENERGY INC COM 87425E103 293 11,870 SH SOLE 11870 TALISMAN ENERGY INC COM 87425E103 20 800 SH SH_DEF 2 800 TALISMAN ENERGY INC PUT 87425E103 5,607 226,800 PUT SH_DEF 1 226800 TANZANIAN ROYALTY EXPLORATIO CALL 87600U104 6 1,000 CALL SH_DEF 1 1000 TARGET CORP COM 87612E106 2,200 42,790 SH SOLE 42790 TASEKO MINES LTD CALL 876511106 116 19,500 CALL SH_DEF 1 19500 TASEKO MINES LTD COM 876511106 2 400 SH SH_DEF 1 400 TASEKO MINES LTD COM 876511106 103 17,300 SH SOLE 17300 TASEKO MINES LTD PUT 876511106 45 7,600 PUT SH_DEF 1 7600 TATA MOTORS LTD SPON ADR COM 876568502 229 8,000 SH SOLE 8000 TECHNOLOGY SELECT SECTOR SPDR FUND COM 81369Y803 348 13,000 SH SOLE 13000 TECK COMINCO LTD-CL B CALL 878742204 47,256 891,600 CALL SH_DEF 1 891600 TECK COMINCO LTD-CL B CALL 878742204 5,705 107,600 CALL SOLE 107600 TECK COMINCO LTD-CL B COM 878742204 24,151 455,673 SH SH_DEF 1 455673 TECK COMINCO LTD-CL B COM 878742204 264,928 4,998,519 SH SOLE 4998519 TECK COMINCO LTD-CL B COM 878742204 18,190 343,075 SH SOLE 343075 TECK COMINCO LTD-CL B PUT 878742204 27,237 513,900 PUT SH_DEF 1 513900 TECK COMINCO LTD-CL B PUT 878742204 520 9,800 PUT SH_DEF 1 9800 TECK COMINCO LTD-CL B PUT 878742204 8,186 154,400 PUT SOLE 154400 TECK RESOURCES LTD -B- SV COM 878742204 53 1,000 SH SH_DEF 1 1000 TECK RESOURCES LTD CL B SVS COM 878742204 9,457 174,157 SH SOLE 174157 TEEKAY CORPORATION COM Y8564W103 266 7,000 SH SOLE 7000 TELEFLEX INCORPORATED COM 879369106 471 7,900 SH SOLE 7900 TELEFONICA S.A. SPONSORED ADR COM 879382208 324 12,499 SH SOLE 12499 TELUS CORPORATION -NON VOTE COM 87971M202 119,250 2,454,887 SH SOLE 2454887 TELUS CORPORATION NV COM 87971M202 5,627 113,075 SH SOLE 113075 TEMPLETON DRAGON FUND COM 88018T101 997 31,300 SH SOLE 31300 TENARIS S.A. ADR COM 88031M109 301 5,925 SH SOLE 5925 TERADYNE INC COM 880770102 5 294 SH SOLE 294 TESCO CORP COM 88157K101 79 3,600 SH SOLE 3600 TESORO CORP COM 881609101 8 300 SH SOLE 300 TEVA PHARMACEUTICAL INDUSTRIES ADR COM 881624209 571 11,070 SH SOLE 11070 TEVA PHARMACEUTICAL-SP ADR COM 881624209 140 2,800 SH SOLE 2800 TEXAS INSTRUMENTS INC COM 882508104 408 11,486 SH SOLE 11486 THERMO FISHER SCIENTIFIC COM 883556102 103 1,800 SH SOLE 1800 THOMPSON CREEK METALS CO INC CALL 884768102 1,611 128,600 CALL SH_DEF 1 128600 THOMPSON CREEK METALS CO INC COM 884768102 1,767 141,000 SH SH_DEF 1 141000 THOMPSON CREEK METALS CO INC COM 884768102 190 15,200 SH SOLE 15200 THOMPSON CREEK METALS CO INC PUT 884768102 1,944 155,100 PUT SH_DEF 1 155100 THOMPSON CREEK METALS COMPANY COM 884768102 427 33,245 SH SOLE 33245 THOMSON REUTERS CORP CALL 884903105 6,189 157,700 CALL SH_DEF 1 157700 THOMSON REUTERS CORP COM 884903105 86 2,200 SH SH_DEF 1 2200 THOMSON REUTERS CORP COM 884903105 19,337 492,738 SH SH_DEF 1 492738 THOMSON REUTERS CORP COM 884903105 140,623 3,594,989 SH SOLE 3594989 THOMSON REUTERS CORP COM 884903105 290 7,387 SH SOLE 7387 THOMSON REUTERS CORP PUT 884903105 2,457 62,600 PUT SH_DEF 1 62600 THOMSON REUTERS CORPORATION COM 884903105 20,353 506,223 SH SOLE 506223 TIM HORTONS INC CALL 88706M103 2,861 63,100 CALL SH_DEF 1 63100 TIM HORTONS INC COM 88706M103 163 3,600 SH SH_DEF 1 3600 TIM HORTONS INC COM 88706M103 1 27 SH SH_DEF 1 27 TIM HORTONS INC COM 88706M103 9,856 212,131 SH SOLE 212131 TIM HORTONS INC COM 88706M103 6,115 134,843 SH SH_DEF 1 134843 TIM HORTONS INC COM 88706M103 73,127 1,612,552 SH SOLE 1612552 TIM HORTONS INC PUT 88706M103 993 21,900 PUT SH_DEF 1 21900 TIME WARNER CABLE INC COM 88732J207 41 560 SH SOLE 560 TIME WARNER INC COM 887317303 72 1,949 SH SOLE 1949 TJX COMPANIES INC COM 872540109 4 75 SH SOLE 75 TOLL BROTHERS INC COM 889478103 41 2,000 SH SOLE 2000 TORONTO-DOMINION BANK CALL 891160509 27,255 308,000 CALL SH_DEF 1 308000 TORONTO-DOMINION BANK COM 891160509 98,184 1,082,998 SH SOLE 1082998 TORONTO-DOMINION BANK COM 891160509 391,748 4,427,032 SH SH_DEF 1 4427032 TORONTO-DOMINION BANK COM 891160509 108,960 1,231,320 SH SH_DEF 2 1231320 TORONTO-DOMINION BANK PUT 891160509 70,951 801,800 PUT SH_DEF 1 801800 TOTAL S.A. SPONSORED ADR COM 89151E109 2,550 40,690 SH SOLE 40690 TOWERSTREAM CORPORATION COM 892000100 1,196 297,700 SH SOLE 297700 TOYOTA MOTOR CORP ADR COM 892331307 333 4,035 SH SOLE 4035 TRANSALTA CORP CALL 89346D107 2,846 135,000 CALL SH_DEF 1 135000 TRANSALTA CORP CALL 89346D107 4,305 204,200 CALL SOLE 204200 TRANSALTA CORP COM 89346D107 21 1,000 SH SH_DEF 1 1000 TRANSALTA CORP COM 89346D107 16,539 784,551 SH SH_DEF 1 784551 TRANSALTA CORP COM 89346D107 127,980 6,070,915 SH SOLE 6070915 TRANSALTA CORP COM 89346D107 111 5,272 SH SOLE 5272 TRANSALTA CORP PUT 89346D107 3,951 187,400 PUT SH_DEF 1 187400 TRANSALTA CORP PUT 89346D107 306 14,500 PUT SOLE 14500 TRANSALTA CORPORATION COM 89346D107 9,271 429,262 SH SOLE 429262 TRANSCANADA CORP CALL 89353D107 49,928 1,231,500 CALL SH_DEF 1 1231500 TRANSCANADA CORP COM 89353D107 4 100 SH SH_DEF 1 100 TRANSCANADA CORP COM 89353D107 18,287 451,051 SH SH_DEF 1 451051 TRANSCANADA CORP COM 89353D107 31 764 SH SH_DEF 1 764 TRANSCANADA CORP COM 89353D107 426,489 10,519,566 SH SOLE 10519566 TRANSCANADA CORP PUT 89353D107 19,979 492,800 PUT SH_DEF 1 492800 TRANSCANADA CORPORATION COM 89353D107 44,829 1,079,270 SH SOLE 1079270 TRANSGLOBE ENERGY CORP CALL 893662106 61 4,000 CALL SH_DEF 1 4000 TRANSGLOBE ENERGY CORP COM 893662106 14 900 SH SH_DEF 1 900 TRANSGLOBE ENERGY CORP COM 893662106 97 6,400 SH SOLE 6400 TRANSGLOBE ENERGY CORP COM 893662106 149 9,832 SH SOLE 9832 TRANSGLOBE ENERGY CORP PUT 893662106 106 7,000 PUT SH_DEF 1 7000 TRAVELERS COMPANIES INC COM 89417E109 263 4,298 SH SOLE 4298 TSAKOS ENERGY NAVIGATION LTD COM G9108L108 481 42,600 SH SOLE 42600 U.S. BANCORP COM 902973304 134 4,937 SH SOLE 4937 U.S. GEOTHERMAL INC COM 90338S102 285 252,500 SH SOLE 252500 ULTRA PETROLEUM CORP COM 903914109 105 2,080 SH SOLE 2080 UNILEVER N.V. NEW YORK SHARES COM 904784709 247 7,663 SH SOLE 7663 UNILEVER PLC SPON ADR COM 904767704 843 26,800 SH SOLE 26800 UNION PACIFIC CORPORATION COM 907818108 968 9,575 SH SOLE 9575 UNITED PARCEL SERVICE INC CL B COM 911312106 53 700 SH SOLE 700 UNITED STATES OIL FUND LP COM 91232N108 94 2,200 SH SOLE 2200 UNITED TECHNOLOGIES CORPORATION COM 913017109 7,727 88,809 SH SOLE 88809 UNITEDHEALTH GROUP INC COM

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91324P102 310 6,675 SH SOLE 6675 UNUM GROUP COM 91529Y106 1,052 39,000 SH SOLE 39000 UR ENERGY INC COM 91688R108
239 141,500 SH SOLE 141500 URS CORPORATION COM 903236107 375 7,920 SH SOLE 7920 US BANCORP COM 902973304 279
10,573 SH SOLE 10573 US GOLD CORP NEW COM 912023207 227 25,000 SH SOLE 25000 VALE S.A SPON ADR COM 91912E105
1,512 44,100 SH SOLE 44100 VALE S.A. CLASS PFD ADR COM 91912E204 197 6,500 SH SOLE 6500 VALE SA-SP ADR COM
91912E105 1,277 38,300 SH SOLE 38300 VALEANT PHARMACEUTICALS INTE CALL 91911K102 399 8,000 CALL SH_DEF 1 8000
VALEANT PHARMACEUTICALS INTE COM 91911K102 14,310 286,673 SH SH_DEF 1 286673 VALEANT PHARMACEUTICALS
INTE COM 91911K102 141,446 2,833,588 SH SOLE 2833588 VALEANT PHARMACEUTICALS INTE PUT 91911K102 50 1,000 PUT
SH_DEF 1 1000 VALEANT PHARMACEUTICALS INTL INC COM 91911K102 480 9,381 SH SOLE 9381 VALERO ENERGY CORP
COM 91913Y100 215 7,000 SH SOLE 7000 VALERO ENERGY CORP COM 91913Y100 213 7,155 SH SOLE 7155 VANCEINFO
TECHNOLOGIES INC ADR COM 921564100 300 9,305 SH SOLE 9305 VANGUARD MSCI EAFE ETF COM 921943858 256 6,680 SH
SOLE 6680 VANGUARD TOTAL STOCK MARKET ETF COM 922908769 60 850 SH SOLE 850 VARIAN MEDICAL SYSTEMS INC
COM 92220P105 5 75 SH SOLE 75 VCA ANTECH INC COM 918194101 87 3,365 SH SOLE 3365 VEECO INSTRUMENTS INC COM
922417100 6 110 SH SOLE 110 VEOLIA ENVIRONNEMENT SPON ADR COM 92334N103 31 975 SH SOLE 975 VERISK ANALYTICS
INC CLASS A COM 92345Y106 101 3,000 SH SOLE 3000 VERIZON COMMUNICATIONS INC COM 92343V104 3,597 90,805 SH SOLE
90805 VERIZON COMMUNICATIONS INC COM 92343V104 8 200 SH SOLE 200 VERIZON COMMUNICATIONS INC COM
92343V104 540 14,000 SH SH_DEF 2 14000 VERTEX PHARMACEUTICALS INC COM 92532F100 1,003 20,350 SH SOLE 20350
VIACOM INC CLASS B COM 92553P201 20 425 SH SOLE 425 VIRTUS INVESTMENT PARTNERS COM 92828Q109 533 8,800 SH
SOLE 8800 VISA INC- CLASS A SHARES COM 92826C839 316 4,175 SH SOLE 4175 VISIONCHINA MEDIA INC COM 92833U103 405
90,900 SH SOLE 90900 VISTA GOLD CORP REORG SHS COM 927926303 662 161,000 SH SOLE 161000 VISTEON CORPORATION
COM 92839U206 0 2 SH SOLE 2.162 VODAFONE GROUP PLC COM 92857W209 6,085 205,924 SH SOLE 205924 VULCAN
MATERIALS COMPANY COM 929160109 109 2,335 SH SOLE 2335 WALGREEN CO COM 931422109 1,934 46,883 SH SOLE 46883
WALGREEN CO COM 931422109 381 9,500 SH SOLE 9500 WAL-MART STORES INC COM 931142103 5,307 99,191 SH SOLE 99191
WASHINGTON POST COMPANY CL B COM 939640108 1 2 SH SOLE 2 WASTE MANAGEMENT INC COM 94106L109 801 20,865 SH
SOLE 20865 WELLPOINT INC COM 94973V107 1,640 22,865 SH SOLE 22865 WELLS FARGO & CO COM 949746101 5,774 177,206 SH
SOLE 177206 WELLS FARGO & CO COM 949746101 5 159 SH SH_DEF 2 159.28 WELLS FARGO CO COM 949746101 32 1,000 SH
SH_DEF 1 1000 WESTERN UNION CO COM 959802109 992 46,465 SH SOLE 46465 WESTPORT INNOVATIONS INC CALL 960908309
22 1,000 CALL SH_DEF 1 1000 WESTPORT INNOVATIONS INC COM 960908309 1 26 SH SH_DEF 1 26 WESTPORT INNOVATIONS
INC COM 960908309 94 4,300 SH SOLE 4299.985714 WESTPORT INNOVATIONS INC COM 960908309 14,077 642,287 SH SH_DEF 2
642287 WESTPORT INNOVATIONS INC NEW COM 960908309 22 1,000 SH SOLE 1000 WEYERHAEUSER CO COM 962166104 37
1,460 SH SOLE 1460 WHIRLPOOL CORPORATION COM 963320106 255 2,905 SH SOLE 2905 WINNEBAGO INDUSTRIES INC COM
974637100 16 1,200 SH SOLE 1200 WISDOMTREE INDIA EARNINGS FUND COM 97717W422 1,091 42,800 SH SOLE 42800 WPP PLC
- SPONSORED ADR COM 92933H101 29 455 SH SOLE 455 WRIGHT EXPRESS CORP COM 98233Q105 224 4,200 SH SOLE 4200
WTS-BANRO CORP 17SEP11 COM 066800111 0 100 SH SH_DEF 1 100 WTS-OILSANDS QUEST 12MY11 COM 678046129 15 670,850
SH SH_DEF 1 670850 WYNN RESORTS LTD COM 983134107 196 1,500 SH SOLE 1500 XEROX CORPORATION COM 984121103 48
4,400 SH SOLE 4400 YAMANA GOLD INC CALL 98462Y100 2,670 216,100 CALL SH_DEF 1 216100 YAMANA GOLD INC CALL
98462Y100 5,450 442,700 CALL SOLE 442700 YAMANA GOLD INC COM 98462Y100 141 11,500 SH SH_DEF 1 11500 YAMANA
GOLD INC COM 98462Y100 1,227 96,943 SH SOLE 96943 YAMANA GOLD INC COM 98462Y100 6,163 498,804 SH SH_DEF 1 498804
YAMANA GOLD INC COM 98462Y100 87,918 7,115,650 SH SOLE 7115650 YAMANA GOLD INC COM 98462Y100 65 5,242 SH SOLE
5242 YAMANA GOLD INC PUT 98462Y100 1,983 160,500 PUT SH_DEF 1 160500 YUM! BRANDS INC COM 988498101 223 4,220 SH
SOLE 4220 ZALICUS INC COM 98887C105 403 161,900 SH SOLE 161900 ZHONGPIN INC COM 98952K107 502 32,200 SH SOLE 32200
ZIMMER HOLDINGS INC COM 98956P102 987 15,858 SH SOLE 15858