

**FINANCIAL DISCLOSURE REPORT
FOR CALENDAR YEAR 2012**

*Report Required by the Ethics
in Government Act of 1978
(5 U.S.C. app. §§ 101-111)*

1. Person Reporting (last name, first, middle initial) Holloway, Jr., William J.	2. Court or Organization Tenth Circuit Court of Appeals	3. Date of Report 05/08/2013
4. Title (Article III judges indicate active or senior status; magistrate judges indicate full- or part-time) U.S. Circuit Judge, Senior Status	5a. Report Type (check appropriate type) <input type="checkbox"/> Nomination Date <input type="checkbox"/> Initial <input checked="" type="checkbox"/> Annual <input type="checkbox"/> Final 5b. <input type="checkbox"/> Amended Report	6. Reporting Period 01/01/2012 to 12/31/2012
7. Chambers or Office Address U.S. Courthouse 200 N.W. 4th Street P.O. Box 1767 Oklahoma City, OK 73101		
IMPORTANT NOTES: <i>The instructions accompanying this form must be followed. Complete all parts, checking the NONE box for each part where you have no reportable information.</i>		

I. POSITIONS. *(Reporting individual only; see pp. 9-13 of filing instructions.)*

NONE *(No reportable positions.)*

	<u>POSITION</u>	<u>NAME OF ORGANIZATION/ENTITY</u>
1.	_____	_____
2.	_____	_____
3.	_____	_____
4.	_____	_____
5.	_____	_____

II. AGREEMENTS. *(Reporting individual only; see pp. 14-16 of filing instructions.)*

NONE *(No reportable agreements.)*

	<u>DATE</u>	<u>PARTIES AND TERMS</u>
1.	_____	_____
2.	_____	_____
3.	_____	_____

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III. NON-INVESTMENT INCOME. *(Reporting individual and spouse; see pp. 17-24 of filing instructions.)*

A. Filer's Non-Investment Income

NONE *(No reportable non-investment income.)*

<u>DATE</u>	<u>SOURCE AND TYPE</u>	<u>INCOME</u> <i>(yours, not spouse's)</i>
1.		
2.		
3.		
4.		

B. Spouse's Non-Investment Income - *If you were married during any portion of the reporting year, complete this section.*

(Dollar amount not required except for honoraria.)

NONE *(No reportable non-investment income.)*

<u>DATE</u>	<u>SOURCE AND TYPE</u>
1.	
2.	
3.	
4.	

IV. REIMBURSEMENTS *-- transportation, lodging, food, entertainment.*

(Includes those to spouse and dependent children; see pp. 25-27 of filing instructions.)

NONE *(No reportable reimbursements.)*

<u>SOURCE</u>	<u>DATES</u>	<u>LOCATION</u>	<u>PURPOSE</u>	<u>ITEMS PAID OR PROVIDED</u>
1.				
2.				
3.				
4.				
5.				

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V. GIFTS. *(Includes those to spouse and dependent children; see pp. 28-31 of filing instructions.)*

NONE *(No reportable gifts.)*

<u>SOURCE</u>	<u>DESCRIPTION</u>	<u>VALUE</u>
1.		
2.		
3.		
4.		
5.		

VI. LIABILITIES. *(Includes those of spouse and dependent children; see pp. 32-33 of filing instructions.)*

NONE *(No reportable liabilities.)*

<u>CREDITOR</u>	<u>DESCRIPTION</u>	<u>VALUE CODE</u>
1.		
2.		
3.		
4.		
5.		

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VII. INVESTMENTS and TRUSTS -- income, value, transactions (Includes those of spouse and dependent children; see pp. 34-60 of filing instructions.)

NONE (No reportable income, assets, or transactions.)

A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1) Amount Code 1 (A-H)	(2) Type (e.g., div., rent, or int.)	(1) Value Code 2 (J-P)	(2) Value Method Code 3 (Q-W)	(1) Type (e.g., buy, sell, redemption)	(2) Date mm/dd/yy	(3) Value Code 2 (J-P)	(4) Gain Code 1 (A-H)	(5) Identity of buyer/seller (if private transaction)
	1. O.G.E. Energy Corp.(Common Stock)	B	Dividend	L	T				
2. AT&T, Inc.(was SBC)((Common Stock)acquired Bell South	D	Dividend	M	T					
3. First State Bank, Pond Creek, OK (Common Stock)	B	Dividend	J	T					
4. 1/3 interest Chaffee Cnty,CO		None	K	W					
5. Maple Leaf Gold Coins		None	J	W					
6. Chase Bank Accts (formerly BankOne)	A	Interest	N	T					
7. Lucent Technologies, Inc. (now Alcatel Lucent)(Common Stock)		None	J	T					
8. NCR Corp.		None	J	T					
9. U.M.B. Money Market	A	Interest	L	T					
10. Bank of Oklahoma (Checking Account)	A	Interest			Closed	11/29/12	J		
11. Vodafone Group PLC (Common Stock)	B	Dividend	J	T					
12. NBC Bank(Oklahoma City)	A	Interest	M	T					
13. Verizon Communications, Inc.(formerly Bell South) (Common)	C	Dividend	L	T					
14. LSI (Previously Agere)		None	J	T					
15. Mass Mutual Ins. Policy	A	Dividend	J	T					Cash Surrender Value
16. New York Life Ins.(2 policies)	A	Dividend	J	T					Cash surrender value
17. Comcast (Common Stock)	A	Dividend	K	T					AT&T broadband merged

1. Income Gain Codes: A=\$1,000 or less B=\$1,001 - \$2,500 C=\$2,501 - \$5,000 D=\$5,001 - \$15,000 E=\$15,001 - \$50,000
 (See Columns B1 and D4) F=\$50,001 - \$100,000 G=\$100,001 - \$1,000,000 H1=\$1,000,001 - \$5,000,000 H2=More than \$5,000,000
 2. Value Codes J=\$15,000 or less K=\$15,001 - \$50,000 L=\$50,001 - \$100,000 M=\$100,001 - \$250,000
 (See Columns C1 and D3) N=\$250,001 - \$500,000 O=\$500,001 - \$1,000,000 P1=\$1,000,001 - \$5,000,000 P2=\$5,000,001 - \$25,000,000
 P3=\$25,000,001 - \$50,000,000 P4=More than \$50,000,000
 3. Value Method Codes Q=Appraisal R=Cost (Real Estate Only) S=Assessment T=Cash Market
 (See Column C2) U=Book Value V=Other W=Estimated

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NONE (No reportable income, assets, or transactions.)

A. Description of Assets (including trust assets) Place "(X)" after each asset exempt from prior disclosure	B. Income during reporting period		C. Gross value at end of reporting period		D. Transactions during reporting period				
	(1)	(2)	(1)	(2)	(1)	(2)	(3)	(4)	(5)
	Amount Code 1 (A-H)	Type (e.g., div., rent, or int.)	Value Code 2 (J-P)	Value Method Code 3 (Q-W)	Type (e.g., buy, sell, redemption)	Date mm/dd/yy	Value Code 2 (J-P)	Gain Code 1 (A-H)	Identity of buyer/seller (if private transaction)
18. Idearc (Common Stock)		None	J	T					Spinoff from Verizon
19. Teradata Corporation		None	J	T					Spinoff from NCR
20. Frontier Communications (Common Stock)	A	Dividend	J	T					Spinoff from Verizon 2010
21. MINERAL INTERESTS									
22. 1/2 Interest, Graham Co. KS, Sec [REDACTED]		None	J	W					See Section VIII, No. 1
23. 1/2 Interest, Graham Co. KS, Sec [REDACTED]		None	J	W					See Section VIII, No. 1
24. 1/2 Interest, Graham Co. KS, Sec [REDACTED]		None	J	W					See Section VIII, No. 1
25. 1/2 Interest, Kearny Co. KS, Sec [REDACTED]	A	Royalty	K	W					See Section VIII, No. 1
26. 1/2 Interest, Kearny Co. KS, Sec [REDACTED]		None	J	W					See Section VIII, No. 1
27. 1/2 Interest, Kearny Co. KS, Sec [REDACTED]	A	Royalty	K	W					See Section VIII, No. 1
28. 1/2 Interest, Kearny Co. KS, Sec [REDACTED]	A	Royalty	K	W					See Section VIII, No. 1
29. 1/2 Interest, Kearny Co. KS, Sec [REDACTED]	A	Royalty	K	W					See Section VIII, No. 1
30. 1/2 Interest, Kearny Co. K, Sec [REDACTED]	A	Royalty	K	W					See Section VIII, No. 1
31. 1/2 Interest, Kearny Co. KS, Sec [REDACTED]	A	Royalty	K	W					See Section VIII, No. 1
32. 1/2 Interest, Kearny Co. KS, Sec [REDACTED]	A	Royalty	K	W					See Section VIII, No. 1
33. 1/2 Interest, Kingman Co. Ks Sec [REDACTED]	A	Royalty	K	W					See Section VIII, No. 1
34. 1/2 Interest Kingman Co. KS, Sec [REDACTED]	A	Royalty	K	W					See Section VIII, No. 1

1. Income Gain Codes: A=\$1,000 or less B=\$1,001 - \$2,500 C=\$2,501 - \$5,000 D=\$5,001 - \$15,000 E=\$15,001 - \$50,000
 (See Columns B1 and D4) F=\$50,001 - \$100,000 G=\$100,001 - \$1,000,000 H=\$1,000,001 - \$5,000,000 I1=\$5,000,001 - \$10,000,000 I2=More than \$5,000,000
 2. Value Codes J=\$15,000 or less K=\$15,001 - \$50,000 L=\$50,001 - \$100,000 M=\$100,001 - \$250,000
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	35. 1/2 Interest Kingman Co. KS, Sec [REDACTED]	A	Royalty	K	W				
36. 1/2 Interest, Kingman Co. KS, Sec [REDACTED]	A	Royalty	K	W					See Section VIII, No. 1
37. 1/2 Interest, Kingman Co. KS, Sec [REDACTED]	A	Royalty	K	W					See Section VIII, No. 1
38. 1/2 Interest Morton Co. Ks, Sec [REDACTED]	B	Royalty	K	W					See Section VIII, No. 1
39. 1/2 Interest Norton Co. KS, Sec [REDACTED]		None	J	W					See Section VIII, No. 1
40. 1/2 Interest Rawlins Co. KS, Sec [REDACTED]		None	J	W					See Section VIII, No. 1
41. 1/2 Interest Reno Co. KS, Sec [REDACTED]	A	Royalty	J	W					See Section VIII, No. 1
42. 1/2 Interest Riley Co. KS, Sec [REDACTED]		None	J	W					See Section VIII, No. 1
43. 1/2 Interest Rooks Co. KS, Sec [REDACTED]	A	Royalty	J	W					See Section VIII, No. 1
44. 1/2 Interest Rooks Co. KS, Sec 2 [REDACTED]	A	Royalty	J	W					See Section VIII, No. 1
45. 1/2 Interest Sedgwick Co., KS, Sec [REDACTED]	A	Royalty	J	W					See Section VIII, No. 1
46. 1/2 Interest Sedgwick Co., KS, Sec [REDACTED]	A	Royalty	J	W					See Section VIII, No. 1
47. 1/2 Interest Stafford Co. KS Sec [REDACTED]		None	J	W					See Section VIII, No. 1
48. ROYALTY INTERESTS									
49. 1/2 Interest Barton Co. KS, Sec [REDACTED]		None	J	W					
50. 1/2 Interest Ellis Co., KS, Sec [REDACTED]		None	J	W					
51. 1/2 Interest Carson Co., TX, Sec [REDACTED]	A	Royalty	J	W					

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- F =\$50,001 - \$100,000 G =\$100,001 - \$1,000,000 H11 =\$1,000,001 - \$5,000,000 H12 =More than \$5,000,000
- 2. Value Codes J =\$15,000 or less K =\$15,001 - \$50,000 L =\$50,001 - \$100,000 M =\$100,001 - \$250,000
- (Sec Columns C1 and D3) N =\$250,001 - \$500,000 O =\$500,001 - \$1,000,000 P1 =\$1,000,001 - \$5,000,000 P2 =\$5,000,001 - \$25,000,000
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		(1)	(2)	(1)	(2)	(1)	(2)	(3)	(4)	(5)
		Amount Code 1 (A-H)	Type (e.g., div., rent, or int.)	Value Code 2 (J-P)	Value Method Code 3 (Q-W)	Type (e.g., buy, sell, redemption)	Date mm/dd/yy	Value Code 2 (J-P)	Gain Code 1 (A-H)	Identity of buyer/seller (if private transaction)
52.	1/2 Interest Gray Co., TX, Sec	A	Royalty	J	W					
53.	1/2 Interest Garvin Co., OK Sec		None	J	W					
54.	1/2 Interest Logan Co. OK, Sec 1	A	Royalty	K	W					See Section VIII, No. 2
55.	1/2 Interest Logan Co. OK, Sec	A	Royalty	K	W					See Section VIII, No. 2
56.	1/2 Interest Logan Co. OK Sec	A	Royalty	K	W					See Section VIII, No. 2
57.	1/2 Interest Logan Co. OK Sec	A	Royalty	K	W					See Section VIII, No. 2
58.	1/2 Interest Logan Co. OK Sec	A	Royalty	K	W					See Section VIII, No. 2
59.	1/2 Interest Pontotoc Co. OK, Sec	A	Royalty	J	W					
60.	1/2 Interest Pontotoc Co. OK, Sec	A	Royalty	J	W					
61.	1/2 Interest Pontotoc Co. OK, Sec	A	Royalty	J	W					
62.	1/2 Interest Pontotoc Co. OK, Sec	A	Royalty	J	W					
63.	1/2 Interest Pontotoc Co. OK, Sec	A	Royalty	J	W					
64.	1/2 Interest Pontotoc Co. OK, Sec	A	Royalty	J	W					
65.	1/2 Interest Woods Co. OK, Sec	A	Royalty	J	W					
66.	1/2 Interest Woodward Co., OK Sec	A	Royalty	J	W					
67.	1/2 Interest Logan Co. OK, Sec	A	Royalty	K	W					
68.	1/3 Interest Grant Co., OK Sec		None	J	W					

- 1. Income Gain Codes: A = \$1,000 or less B = \$1,001 - \$2,500 C = \$2,501 - \$5,000 D = \$5,001 - \$15,000 E = \$15,001 - \$50,000
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- 2. Value Codes J = \$15,000 or less K = \$15,001 - \$50,000 L = \$50,001 - \$100,000 M = \$100,001 - \$250,000
- (Sec Columns C1 and D3) N = \$250,001 - \$500,000 O = \$500,001 - \$1,000,000 P1 = \$1,000,001 - \$5,000,000 P2 = \$5,000,001 - \$25,000,000
- P3 = \$25,000,001 - \$50,000,000 R = Cost (Real Estate Only) P4 = More than \$50,000,000 S = Assessment T = Cash Market
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VIII. ADDITIONAL INFORMATION OR EXPLANATIONS. *(Indicate part of report.)*

1. Distributions are mostly monthly royalty payments.

2. Payments from Chesapeake totaled \$616.19 for Logan County, Oklahoma. This was divided among Sections 

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IX. CERTIFICATION.

I certify that all information given above (including information pertaining to my spouse and minor or dependent children, if any) is accurate, true, and complete to the best of my knowledge and belief, and that any information not reported was withheld because it met applicable statutory provisions permitting non-disclosure.

I further certify that earned income from outside employment and honoraria and the acceptance of gifts which have been reported are in compliance with the provisions of 5 U.S.C. app. § 501 et. seq., 5 U.S.C. § 7353, and Judicial Conference regulations.

Signature: **s/ William J. Holloway, Jr.**

NOTE: ANY INDIVIDUAL WHO KNOWINGLY AND WILLFULLY FALSIFIES OR FAILS TO FILE THIS REPORT MAY BE SUBJECT TO CIVIL AND CRIMINAL SANCTIONS (5 U.S.C. app. § 104)

Committee on Financial Disclosure
Administrative Office of the United States Courts
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Washington, D.C. 20544