| AO 10 Rev. 1/2011 |
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# FINANCIAL DISCLOSURE REPORT
# FOR CALENDAR YEAR 2011

*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) | 2. Court or Organization | 3. Date of Report |
|---|---|---|
| Illston, Susan Y. | U.S. District Court, N.D.Cal | 05/03/2012 |
| **4. Title (Article III judges indicate active or senior status; magistrate judges indicate full- or part-time)**<br>U.S. District Judge - Active | **5a. Report Type (check appropriate type)**<br>☐ Nomination, Date<br>☐ Initial ☑ Annual ☐ Final<br>**5b.** ☐ Amended Report | **6. Reporting Period**<br>01/01/2011<br>to<br>12/31/2011 |
| **7. Chambers or Office Address**<br>U.S. District Court<br>450 Golden Gate Avenue<br>San Francisco, CA<br>94102 | **8. On the basis of the information contained in this Report and any modifications pertaining thereto, it is, in my opinion, in compliance with applicable laws and regulations.**<br>Reviewing Officer__________ Date______ | |

***IMPORTANT NOTES:*** ***The instructions accompanying this form must be followed. Complete all parts, checking the NONE box for each part where you have no reportable information. Sign on last page.***

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

☐ NONE *(No reportable positions.)*

| | POSITION | NAME OF ORGANIZATION/ENTITY |
|---|---|---|
| 1. | Director | Federal Judges Association |
| 2. | Board of Governors | Association of Business Trial Lawyers, Northern California |
| 3. | Custodian | [redacted] Insurance Policies |
| 4. | Custodian | [redacted] Annuities |
| 5. | | |
| 6. | | |

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

☑ NONE *(No reportable agreements.)*

| | DATE | PARTIES AND TERMS |
|---|---|---|
| 1. | | |
| 2. | | |
| 3. | | |

| FINANCIAL DISCLOSURE REPORT<br>Page 2 of 10 | Name of Person Reporting<br>Illston, Susan Y. | Date of Report<br>05/03/2012 |
|---|---|---|

## 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.)*

| | DATE | SOURCE AND TYPE | INCOME (yours, not spouse's) |
|---|---|---|---|
| 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.)*

| | DATE | SOURCE AND TYPE |
|---|---|---|
| 1. | 2011 | JAMS, Inc. - Mediation ($9,862.50) |
| 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.)*

| | SOURCE | DATES | LOCATION | PURPOSE | ITEMS PAID OR PROVIDED |
|---|---|---|---|---|---|
| 1. | The Sedona Conference | 10/19/2011-10/21/2011 | Del Mar, CA | Speak and Participate in Forum | Travel, Food, Lodging |
| 2. | | | | | |
| 3. | | | | | |
| 4. | | | | | |
| 5. | | | | | |
| 6. | | | | | |

| Name of Person Reporting | Date of Report |
|---|---|
| Illston, Susan Y. | 05/03/2012 |

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

☑ NONE *(No reportable gifts.)*

| | SOURCE | DESCRIPTION | VALUE |
|---|---|---|---|
| 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.)*

| | CREDITOR | DESCRIPTION | VALUE CODE |
|---|---|---|---|
| 1. | Chase | Credit Cards | J |
| 2. | Citibank | Credit Cards | J |
| 3. | Schwab Bank | Credit Cards | J |
| 4. | | | |
| 5. | | | |

| Name of Person Reporting | Date of Report |
|---|---|
| Illston, Susan Y. | 05/03/2012 |

## 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)<br>Place "(X)" after each asset exempt from prior disclosure | B. Income during reporting period (1) Amount Code 1 (A-H) | (2) Type (e.g., div., rent, or int.) | C. Gross value at end of reporting period (1) Value Code 2 (J-P) | (2) Value Method Code 3 (Q-W) | D. Transactions during reporting period (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. Schwab Inst'l Rollover IRA | A | Int./Div. | O | T | | | | | |
| 2. Aberdeen EM Instl. | | | | | Buy | 10/21/11 | J | | |
| 3. Akre Focus Fund | | | | | | | | | |
| 4. Bank of New York Mellon | | | | | Sold | 05/04/11 | J | A | |
| 5. CEMEX | | | | | Buy | 01/21/11 | J | | |
| 6. COMCAST | | | | | | | | | |
| 7. COSTCO | | | | | Sold | 07/19/11 | K | D | |
| 8. Covidien PLC | | | | | | | | | |
| 9. Dodge & Cox Int'l Stock | | | | | Sold (part) | 09/08/11 | K | B | |
| 10. Emerson Electric | | | | | | | | | |
| 11. Exxon Mobil | | | | | | | | | |
| 12. Fairholme Fund | | | | | Sold | 11/28/11 | J | A | |
| 13. General Electric | | | | | Buy | 01/04/11 | J | | |
| 14. Goldman Sachs | | | | | Buy | 09/12/11 | J | | |
| 15. | | | | | Sold | 09/12/11 | J | A | |
| 16. Harbor Cap Appreciation | | | | | | | | | |
| 17. Harbor Int'l Fund | | | | | | | | | |

| | | | | | |
|---|---|---|---|---|---|
| 1. Income Gain Codes: (See Columns B1 and D4) | 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 |
| | 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 (See Columns C1 and D3) | J =$15,000 or less | K =$15,001 - $50,000 | L =$50,001 - $100,000 | M =$100,001 - $250,000 | |
| | 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 (See Column C2) | Q =Appraisal | R =Cost (Real Estate Only) | S =Assessment | T =Cash Market | |
| | U =Book Value | V =Other | W =Estimated | | |

| Name of Person Reporting | Date of Report |
|---|---|
| Illston, Susan Y. | 05/03/2012 |

## 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 (1) Amount Code 1 (A-H) | B. (2) Type (e.g., div., rent, or int.) | C. Gross value at end of reporting period (1) Value Code 2 (J-P) | C. (2) Value Method Code 3 (Q-W) | D. Transactions during reporting period (1) Type (e.g., buy, sell, redemption) | D. (2) Date mm/dd/yy | D. (3) Value Code 2 (J-P) | D. (4) Gain Code 1 (A-H) | D. (5) Identity of buyer/seller (if private transaction) |
|---|---|---|---|---|---|---|---|---|---|
| 18. Ishares TR Nasdag Bio Fd | | | | | | | | | |
| 19. Johnson & Johnson | | | | | | | | | |
| 20. Longleaf Partners Fund | | | | | | | | | |
| 21. Loomis Sayles Bond Fund | | | | | | | | | |
| 22. Lowes Cos. | | | | | Sold | 04/04/11 | J | A | |
| 23. Merck & Company | | | | | | | | | |
| 24. Metlife | | | | | Buy | 05/09/11 | K | | |
| 25. | | | | | Buy | 06/07/11 | J | | |
| 26. | | | | | Buy | 06/07/11 | J | | |
| 27. | | | | | Buy | 11/28/11 | J | | |
| 28. Microsoft | | | | | | | | | |
| 29. J.P. Morgan | | | | | | | | | |
| 30. J.P. Morgan Chase & Co. EAFE Note | | | | | | | | | |
| 31. J.P. Morgan Chase & Co S&P 500 Note | | | | | Buy | 11/25/11 | K | | |
| 32. Morgan Stanley EF | | | | | Sold | 10/24/11 | J | A | |
| 33. PIMCO Real Return | | | | | | | | | |
| 34. PIMCO Total Return Fund | | | | | | | | | |

| | | | | | |
|---|---|---|---|---|---|
| 1. Income Gain Codes: (See Columns B1 and D4) | 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 |
| | 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 (See Columns C1 and D3) | J =$15,000 or less | K =$15,001 - $50,000 | L =$50,001 - $100,000 | M =$100,001 - $250,000 | |
| | 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 (See Column C2) | Q =Appraisal | R =Cost (Real Estate Only) | S =Assessment | T =Cash Market | |
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# FINANCIAL DISCLOSURE REPORT


| Name of Person Reporting | Date of Report |
|---|---|
| Illston, Susan Y. | 05/03/2012 |

## 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)<br>Place "(X)" after each asset exempt from prior disclosure | B. Income during reporting period (1) Amount Code 1 (A-H) | B. (2) Type (e.g., div., rent, or int.) | C. Gross value at end of reporting period (1) Value Code 2 (J-P) | C. (2) Value Method Code 3 (Q-W) | D. Transactions during reporting period (1) Type (e.g., buy, sell, redemption) | D. (2) Date mm/dd/yy | D. (3) Value Code 2 (J-P) | D. (4) Gain Code 1 (A-H) | D. (5) Identity of buyer/seller (if private transaction) |
|---|---|---|---|---|---|---|---|---|---|
| 35. PIMCO Unconstrained Fund | | | | | Buy | 02/09/11 | J | | |
| 36. RS Partners Fund | | | | | | | | | |
| 37. Schlumberger LTD | | | | | | | | | |
| 38. Schwab Advisor Standard (Cash) | | | | | | | | | |
| 39. Schwab U.S. Treas. FD | | | | | Buy | 07/15/11 | J | | |
| 40. Selected American Shares | | | | | | | | | |
| 41. Sequoia Fund | | | | | Buy | 05/10/11 | J | | |
| 42. | | | | | Buy | 11/29/11 | J | | |
| 43. T Rowe Price Inst. | | | | | Buy | 09/13/11 | J | | |
| 44. Tweedy Browne Global | | | | | | | | | |
| 45. TYCO Int'l LTD New | | | | | Sold | 07/19/11 | J | A | |
| 46. Vanguard Inv. Grade | | | | | Sold | 02/04/11 | K | A | |
| 47. Vanguard Total Bond Index | | | | | | | | | |
| 48. II. Schwab One Brokerage Inst'l | | | | | | | | | |
| 49. Aberdeen Emergeing Markets | A | Int./Div. | K | T | Buy | 01/04/11 | K | | |
| 50. Akre Focus Fund | | None | J | T | | | | | |
| 51. CEMEX | | None | J | T | | | | | |

| | | | | | |
|---|---|---|---|---|---|
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| 2. Value Codes (See Columns C1 and D3) | J =$15,000 or less<br>N =$250,001 - $500,000<br>P3 =$25,000,001 - $50,000,000 | K =$15,001 - $50,000<br>O =$500,001 - $1,000,000 | L =$50,001 - $100,000<br>P1 =$1,000,001 - $5,000,000<br>P4 =More than $50,000,000 | M =$100,001 - $250,000<br>P2 =$5,000,001 - $25,000,000 | |
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|---|---|---|---|---|---|---|---|---|---|
| 52. Covidien PLC | A | Dividend | J | T | | | | | |
| 53. Lowes Cos. | A | Dividend | | | Sold | 04/04/11 | J | A | |
| 54. J.P. Morgan Chase & Co. EM Note | | None | K | T | | | | | |
| 55. MS Emerging Market Fund | A | None | J | T | Buy | 01/04/11 | J | | |
| 56. | | | | | Sold | 10/20/11 | J | A | |
| 57. Schwab Muni Money Fund | A | Dividend | K | T | | | | | |
| 58. Tweedy Browne Global | | None | | | Sold | 01/21/11 | J | A | |
| 59. TYCO Int'l LTD | A | Dividend | J | T | Sold | 07/19/11 | J | A | |
| 60. Vanguard MSCI E.F. | | None | J | T | Buy | 10/23/11 | J | | |
| 61. Walgreens | A | Dividend | | | Sold | 05/12/11 | J | B | |
| 62. Citibank | A | Interest | N | T | | | | | |
| 63. Bank of America Savings Account | A | Interest | M | T | | | | | |
| 64. Northwestern Mutual Life Annuity | A | Interest | M | T | | | | | |
| 65. Northwestern Mut. Life Annuity MidCap Growth Stock Fund | | | | | | | | | |
| 66. Northwestern Mutual Life Insurance | | None | N | T | | | | | |
| 67. Northwestern Mutual Life Annuities | A | Distribution | L | T | | | | | |
| 68. Northwestern Mutual Life Insurance Trust | | None | P1 | T | | | | | |

| | | | | | |
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| Name of Person Reporting | Date of Report |
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| Illston, Susan Y. | 05/03/2012 |

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|---|---|---|---|---|---|---|---|---|---|
| 69. -Trustee, Douglass McGlashan, San Mateo, CA | | | | | | | | | |
| 70. Provident Federal Credit Union | A | Interest | O | T | | | | | |
| 71. Chase Bank Account (X) | A | Interest | O | T | Open | 11/21/11 | M | | |
| 72. | | | | | | | | | |
| 73. | | | | | | | | | |
| 74. | | | | | | | | | |
| 75. | | | | | | | | | |
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| 83. | | | | | | | | | |
| 84. | | | | | | | | | |

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|---|---|---|---|---|---|
| 1. Income Gain Codes: (See Columns B1 and D4) | 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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| | 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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| | U =Book Value | V =Other | W =Estimated | | |

| Name of Person Reporting | Date of Report |
|---|---|
| Illston, Susan Y. | 05/03/2012 |

## VIII. ADDITIONAL INFORMATION OR EXPLANATIONS. *(Indicate part of report.)*

Married on February 4, 2011

| Name of Person Reporting | Date of Report |
|---|---|
| Illston, Susan Y. | 05/03/2012 |

## 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/ Susan Y. Illston**

**NOTE: ANY INDIVIDUAL WHO KNOWINGLY AND WILFULLY 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
Suite 2-301
One Columbus Circle, N.E.
Washington, D.C. 20544