

FINANCIAL DISCLOSURE REPORT FOR CALENDAR YEAR 2014

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) CAPRONI, VALERIE E.	2. Court or Organization SOUTHERN DISTRICT OF NEW YORK	3. Date of Report 08/03/2015
4. Title (Article III judges indicate active or senior status; magistrate judges indicate full- or part-time) ACTIVE	5a. Report Type (check appropriate type) ☐ Nomination ☐ Date ☐ Initial ☒ Annual ☐ Final 5b. ☐ Amended Report	6. Reporting Period 01/01/2014 to 12/31/2014
7. Chambers or Office Address 40 FOLEY SQUARE, ROOM 240 NEW YORK, NY 10007		
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.		

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. MEMBER OF BOARD OF VISITORS	UNIVERSITY OF GEORGIA, SCHOOL OF PUBLIC AND INTERNATIONAL AFFAIRS, ATHENS, GA.
2. CO-EXECUTOR [REDACTED] ESTATE	ESTATE [REDACTED]
3. MEMBER OF RESIDENTIAL COOPERATIVE BOARD	[REDACTED] NEW YORK, NY
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.)*

DATE	SOURCE AND TYPE	INCOME (yours, not spouse's)
1. 2014	NORTHROP GRUMMAN LONG TERM INCENTIVE PLAN PAYOUT FROM 2011 GRANT AND 2013 BONUS	\$2,723,211.00
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.	
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.				
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.	PCN MORTGAGE CO.	MORTGAGE ON RENTAL PROPERTY #1, WASHINGTON, DC (PT. VII, LINE 109)	N
2.	CITIBANK	MORTGAGE ON RENTAL PROPERTY #2, NEW YORK, NY (PT. VII, LINE 110)	O
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. BROKERAGE ACCOUNT #1									
2. --APPLE INC. COMMON STOCK(X)	A	Dividend	J	T					
3. --CISCO SYSTEMS INC. COMMON STOCK	A	Dividend	K	T					
4. --WALT DISNEY CO. COMMON STOCK	A	Dividend	L	T					
5. --EXPRESS SCRIPTS HOLDING CO. COMMON STOCK		None	K	T					
6. --FORD MOTOR CO. (NEW) COMMON STOCK	A	Dividend	J	T					
7. --GAP INC. COMMON STOCK	A	Dividend	K	T					
8. --INTEL CORP. COMMON STOCK	A	Dividend	K	T					
9. --KEYCORP INC. COMMON STOCK	A	Dividend	J	T					
10. --MERCK & CO. COMMON STOCK	B	Dividend	L	T					
11. --PFIZER COMMON STOCK	A	Dividend	K	T					
12. --SYNOVUS FINANCIAL CORP. (NEW) COMMON STOCK	A	Dividend	J	T					
13. --VANGUARD INTERMEDIATE TERM TAX EXEMPT FUND (X)	A	Dividend	K	T					
14. --VANGUARD SHORT TERM INVESTMENT GRADE FUND (X)	A	Dividend	J	T	Sold (part)	04/14/14	J	A	
15.					Sold (part)	05/12/14	J	A	
16. --GABELLI SMALL CAP GROWTH FUND	A	Dividend	J	T	Sold (part)	06/16/14	K	D	
17. --LAUDUS INTERNATIONAL MARKETMASTERS FUND	B	Dividend	L	T					

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

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18. --SCHWAB 1000 INDEX FUND	C	Dividend	L	T					
19. --AFLAC COMMON STOCK (X)					Sold	04/29/14	J	B	
20. --AES COMMON STOCK					Sold	03/18/14	J	A	
21. --ALTRIA COMMON STOCK (X)					Sold	01/06/14	J	A	
22. --AMERICAN CENTURY EQUITY INCOME FUND					Sold (part)	05/30/14	K	C	
23.					Sold	06/16/14	K	C	
24. --ATMOS ENERGY CORP. COMMON STOCK(X)					Sold	03/31/14	J	A	
25. --CATERPILLAR INC. COMMON STOCK (X)					Sold	03/24/14	J	A	
26. --DUKE ENERGY CORP. COMMON STOCK					Sold	03/21/14	J	B	
27. --GENERAL ELECTRIC CO. COMMON STOCK (X)					Sold	03/28/14	J	A	
28. --JPMORGAN CHASE & CO. COMMON STOCK					Sold (part)	03/18/14	J	B	
29.					Sold (part)	03/20/14	J	C	
30.					Sold	03/21/14	J	B	
31. --LOWES COMPANIES COMMON STOCK (X)					Sold	03/28/14	J	A	
32. --LSI CORP. COMMON STOCK					Sold	05/06/14	J	A	
33. --NEXTERA ENERGY INC. COMMON STOCK (X)					Sold	03/31/14	J	A	
34. --NUVEEN GEORGIA DIVIDEND ADVANTAGED MUNICIPAL FUND (X)					Sold	01/06/14	J		

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2. Value Codes (See Columns C1 and D3)	J = \$15,000 or less N = \$250,001 - \$500,000 P3 = \$25,000,001 - \$50,000,000	K = \$15,001 - \$50,000 O = \$500,001 - \$1,000,000	L = \$50,001 - \$100,000 P1 = \$1,000,001 - \$5,000,000 P4 = More than \$5,000,000	M = \$100,001 - \$250,000 P2 = \$5,000,001 - \$25,000,000	
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35. --PIMCO TOTAL RETURN FUND					Sold	04/04/14	J	A	
36. --POWERSHS EXCH TRADED EMERGING MKTS SOVEREIGN DEBT PORTFOLIO (X)					Sold	04/01/14	J		
37. --SCHWAB US DIVIDEND EQUITY ETF (X)					Sold	05/30/14	J	A	
38. --SCHWAB TAX FREE BOND FUND					Sold (part)	05/30/14	K	B	
39.					Sold	06/11/14	K	A	
40. --THE SOUTHERN CO. COMMON STOCK (X)					Sold	03/17/14	J		
41. --TOTAL SYSTEMS SERVICES COMMON STOCK (X)					Sold	05/08/14	J	B	
42. --UNITED PARCEL SERVICE COMMON STOCK (X)					Sold	04/02/14	J	A	
43. --VANGUARD LIFE STRATEGY CONSERVATIVE GROWTH FUND(X)					Sold (part)	04/14/14	K	B	
44.					Sold (part)	05/07/14	K	A	
45.					Sold (part)	05/30/14	J	A	
46.					Sold	06/11/14	J	A	
47. --ZOETIS INC. COMMON STOCK (X)					Sold	04/04/14	J	A	
48. SCHWAB BANK DEPOSIT ACCOUNT	A	Interest	J	T					
49. BROKERAGE ACCOUNT #2									
50. --NORTHROP GRUMMAN COMMON STOCK (X)	E	Dividend	O	T					

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51.					Sold (part)	03/26/14	M	C	
52.					Sold (part)	04/07/14	M	C	
53.					Sold (part)	04/22/14	M	A	
54.					Sold (part)	05/30/14	M	B	
55.					Sold (part)	06/19/14	M	C	
56. BROKERAGE ACCOUNT #3									
57. --BLACKROCK GLOBAL SMALL-CAP FUND INSTITUTIONAL SHARES (X)	C	Dividend	K	T	Buy	03/17/14	K		
58. --VANGUARD EXTENDED MARKET INDEX FUND ETF SHARES (X)	A	Dividend	J	T					
59. --VANGUARD FTSE ALL-WORLD EX- US INDEX FUND ADMIRAL SHARES (X)	A	Dividend	K	T					
60. --WISDOM TREE EMERGING MARKETS EQUITY INCOME FUND (X)	A	Dividend	K	T	Buy	09/29/14	K		
61. --WISDOM TREE EMERGING MARKETS SMALL-CAP DIVIDEND FUND (X)	A	Dividend	K	T	Buy	03/17/14	K		
62. --INTEL CORP. COMMON STOCK (X)	A	Dividend			Sold	09/29/14	J		
63. --GUGGENHEIM S&P 500 EQUAL WEIGHT ETF (X)					Sold	09/29/14	K		
64. --VANGUARD LIFESTRATEGY CONSERVATIVE GROWTH FUND (X)					Sold	03/17/14	L		
65. --BROKERAGE BANK SWEEP ACCOUNT (X)			K	T					
66. BROKERAGE ACCOUNT #4									

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67. --BROKERAGE BANK SWEEP ACCOUNT (X)			K	T					
68. --VANGUARD LIFESTRATEGY MODERATE GROWTH FUND (X)					Sold	03/17/14	K		
69. --VANGUARD STRATEGIC EQUITY FUND (X)					Sold	03/17/14	J		
70. --AMERICAN FUNDS CAPITAL INCOME BUILDER (X)	C	Dividend	L	T					
71. --AMERICAN FUNDS CAPITAL WORLD GROWTH & INCOME (X)	B	Dividend	L	T					
72. --AMERICAN FUNDS GLOBAL BALANCED (X)	B	Dividend	L	T					
73. --AMERICAN FUNDS NEW PERSPECTIVE (X)	C	Dividend	K	T					
74. --AMERICAN FUNDS SMALL-CAP WORLD (X)	C	Dividend	K	T					
75. --ARBITRAGE FUND (ARBFX) (X)	A	Dividend	K	T					
76. --BLACKROCK GLOBAL ALLOCATION FUND (X)	C	Dividend	K	T					
77. --BLACKROCK MULTI-ASSET INCOME PORTFOLIO (X)	A	Dividend	K	T	Buy	09/29/14	K		
78. --CALAMOS EVOLVING WORLD GROWTH FUND (X)	B	Dividend	K	T					
79. --CALAMOS MARKET NEUTRAL INCOME FUND (X)	A	Dividend	K	T					
80. --FPA CRESCENT FUND (X)	B	Dividend	K	T	Buy	03/17/14	K		
81. --GABELLI SMALL-CAP GROWTH FUND (X)	B	Dividend	L	T					
82. --GATEWAY FUND (X)	A	Dividend	K	T					
83. --HEARTLAND VALUE PLUS FUND (X)	C	Dividend	K	T					

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84. --JOHN HANCOCK FUNDS DISCIPLINED VALUE FUND (X)	B	Dividend	K	T					
85. --JPMORGAN INCOME BUILDER FUND SELECT CLASS (X)	C	Dividend	L	T					
86. --JPMORGAN LARGE-CAP GROWTH FUND SELECT CLASS (X)	B	Dividend	L	T					
87. --LAUDUS INTERNATIONAL MARKETMASTERS FUND (X)	A	Dividend	L	T					
88. --MAINSTAY MARKETFIELD FUND (X)			K	T	Buy	09/29/14	K		
89. --OPPENHEIMER GLOBAL VALUE FUND (X)	A	Dividend	K	T	Buy	03/17/14	L		
90. --PIMCO ALL ASSET ALL AUTHORITY FUND INSTITUTIONAL CLASS (X)	B	Dividend	K	T					
91. --PRINCIPAL GLOBAL DIVERSIFIED INCOME FUND (X)	C	Dividend	L	T					
92. --PRUDENTIAL ABSOLUTE RETURN BOND Z (X)	A	Dividend	K	T					
93. --PRUDENTIAL GLOBAL REAL ESTATE (X)	A	Dividend	K	T					
94. --PRUDENTIAL JENNISON NATURAL RESOURCES FUND (X)			K	T					
95. --PRUDENTIAL SHORT DURATION HIGH-YIELD INCOME FUND (X)	B	Dividend	K	T					
96. --SCHRODER EMERGING MARKET EQUITY FUND (X)	A	Dividend	K	T					
97. --SCHRODER INTERNATIONAL MULTI-CAP VALUE FUND (X)	C	Dividend	K	T	Buy	03/17/14	L		
98. --TEMPLETON GLOBAL TOTAL RETURN ADVANTAGE (X)	C	Dividend	K	T					
99. --VAN ECK UNCONSTRAINED EMERGING MARKETS BOND FUND (X)	B	Dividend	K	T					

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100. --WISDOM TREE EMERGING MARKETS SMALL-CAP DIVIDEND FUND (X)	A	Dividend	K	T					
101. --AMERICAN CENTURY ZERO COUPON 2015 FUND					Sold (part)	03/17/14	K		
102.					Sold	09/30/14	K		
103. --IVY ASSET STRATEGY FUND (X)					Sold	10/02/14	K		
104. BROKERAGE ACCOUNT #5									
105. --BROKERAGE ACCOUNT BANK SWEEP ACCOUNT (X)	A		K	T					
106. --VANGUARD LIFE STRATEGY MODERATE GROWTH FUND (X)					Sold	03/17/14	K		
107. --VANGUARD STRATEGIC EQUITY FUND (X)					Sold	03/17/14	J		
108. JPMORGAN CHASE CASH ACCOUNTS	A	Interest	K	T					
109. CITIBANK CASH ACCOUNTS (X)	A	Interest	L	T					
110. RENTAL PROPERTY #1, WASHINGTON, DC (X)	D	Rent			Sold	05/23/14	P1	A	JONATHAN AND TRACY SACKS
111. RENTAL PROPERTY #2, NEW YORK, NY (X)	E	Rent	P1	R	Buy	09/04/14	P1		R. BOUTON AND E. WONG
112. US SAVINGS BONDS		None	K	T					
113. IRA #1 (CLOSED)									
114. --AMERICAN CENTURY INVESTMENTS ZERO COUPON 2025 FUND (Y)									
115. --LAUDUS MONDRIAN INTERNATIONAL FIXED INCOME FUND (Y)									

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

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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)
116. --PIMCO TOTAL RETURN FUND (Y)									
117. --VANGUARD GNMA FUND (Y)									
118. WELLS FARGO CASH ACCOUNTS	A				Closed	09/12/14	M		
119. JUSTICE FEDERAL CREDIT UNION CASH ACCOUNT (Y)									
120. 401K#1 (CLOSED)									
121. --NORTHROP GRUMMAN US FIXED INCOME FUND					Sold	02/06/14	K	A	
122. --NORTHROP GRUMMAN LARGE US EQUITY FUND					Sold	02/06/14	J	A	
123. --NORTHROP GRUMMAN INTERNATIONAL EQUITY FUND					Sold	02/06/14	K	A	
124. --NORTHROP GRUMMAN SMALL US EQUITY FUND					Sold	02/06/14	J	A	
125. --NORTHROP GRUMMAN EMERGING MARKETS EQUITY FUND					Sold	02/06/14	K	A	
126. 401K#2 (CLOSED)									
127. -- FIRST MANHATTAN FUND (Y)									
128. --RUANE CUNNIFF & GOLDFARB FUND (Y)									
129. --TWEEDY BROWNE GLOBAL FUND (Y)									
130. --PIMCO TOTAL RETURN FUND (Y)									
131. NATIONAL LIFE INSURANCE WHOLE LIFE POLICIES		None	K	T					

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

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Name of Person Reporting

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

PART I, LINE 2: ESTATE HAS NO REPORTABLE ASSETS. ESTATE HAS BEEN DISTRIBUTED TO BENEFICIARIES. TO THE EXTENT I WAS THE BENEFICIARY, THE ASSET HAS BEEN REPORTED IN PART VII.

PART VII, LINES 110 AND 111: LINE 110 REFLECTS RENTAL OF [REDACTED] AFTER I MOVED TO NY AND BEFORE I SOLD THE HOUSE. SIMILARLY, LINE 111 REFLECTS [REDACTED], WHICH WAS LEASED BACK TO SELLERS FOR SEVERAL MONTHS AFTER CLOSING.

PART VII, LINE 111: ACTUAL PURCHASE PRICE WAS \$2,575,000.

PART VII, LINES 113-117: IRA#1 WAS ROLLED OVER TO AN INVESTMENT ADVISOR ON 09/27/2013.

PART VII, LINE 118: CLOSING DATE IS APPROXIMATE. I DON'T RECALL EXACTLY WHEN THE ACCOUNT WAS CLOSED AND I CANNOT FIND ANY RECORDS, BUT I BELIEVE IT WAS IN SEPTEMBER 2014.

PART VII, LINES 126-130: 401K #2 WAS ROLLED OVER TO AN INVESTMENT ADVISOR ON 10/11/2013.

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Name of Person Reporting

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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/ VALERIE E. CAPRONI

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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