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FIRST COMMONWEALTH FINANCIAL CORP /PA/
Form 13F-HR
February 09, 2009

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 2008

Check here if Amendment : Amendment Number: _____

This Amendment (Check only one): is a restatement
 adds new holdings entries

Institutional Investment Manager Filing this Report:

Name: First Commonwealth Financial Corporation
Address: 22 North Sixth Street
Indiana, PA, 15701

Form 13F File Number: 28-05151

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Edward J. Lipkus, III
Title: Executive Vice President and Chief Financial Officer
Phone: (724) 463-4724

Signature, Place, and Date of Signing:

/s/ Edward J. Lipkus, III

Edward J. Lipkus, III, Indiana, PA, February 5, 2009

Report Type (check only one) :

- 13F HOLDINGS REPORT (Check here if all holdings of this reporting manager are reported in this report)
- 13F NOTICE (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s))
- 13F COMBINATION REPORT (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

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Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1
 Form 13F Information Table Entry Total: 187
 Form 13F Information Table Value Total: \$94,770
 (thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

Number: 1

Form 13F File Number:28-11893

Name:

FORM 13F INFORMATION TABLE

| COLUMN 1 | COL 2 | COL 3 | COL 4 | COLUMN 5 | COL 6 | COL 7 | |
|------------------------------|----------------------|-----------|------------------------------|-------------------|----------------------------|--------------------------|-------------------|
| ISSUER | TITLE OF CLASS | CUSIP | MARKET VALUE (X\$1000) | SHS OR PRN AMT | SH/ PRN PUT/ CALL | INVESTMENT DISCRETION | OTHER MANAGERS |
| 1FNB CORP PA | COMMON | 302520101 | 135 | 10,224 | SH | DEFINED | 1 |
| 1PPG INDS INC | COMMON | 693506107 | 749 | 17,654 | SH | OTHER | 1 |
| 1WELLS FARGO & CO NEW | COMMON | 949746101 | 957 | 32,474 | SH | DEFINED | 1 |
| 3M CO | COMMON | 88579Y101 | 179 | 3,110 | SH | DEFINED | 1 |
| 3M CO | COMMON | 88579Y101 | 500 | 8,685 | SH | OTHER | 1 |
| ABBOTT LABS | COMMON | 002824100 | 1,019 | 19,087 | SH | DEFINED | 1 |
| ABBOTT LABS | COMMON | 002824100 | 57 | 1,067 | SH | OTHER | 1 |
| ADOBE SYS INC | COMMON | 00724F101 | 425 | 19,945 | SH | DEFINED | 1 |
| ADOBE SYS INC | COMMON | 00724F101 | 10 | 482 | SH | OTHER | 1 |
| AIR PRODS & CHEMS INC | COMMON | 009158106 | 390 | 7,765 | SH | DEFINED | 1 |
| AIR PRODS & CHEMS INC | COMMON | 009158106 | 15 | 296 | SH | OTHER | 1 |
| ALLSTATE CORP | COMMON | 020002101 | 137 | 4,168 | SH | DEFINED | 1 |
| ALLSTATE CORP | COMMON | 020002101 | 214 | 6,529 | SH | OTHER | 1 |
| ALTRIA GROUP INC | COMMON | 02209S103 | 42 | 2,814 | SH | DEFINED | 1 |
| ALTRIA GROUP INC | COMMON | 02209S103 | 469 | 31,115 | SH | OTHER | 1 |
| APACHE CORP | COMMON | 037411105 | 720 | 9,654 | SH | DEFINED | 1 |
| APACHE CORP | COMMON | 037411105 | 70 | 937 | SH | OTHER | 1 |
| APPLE INC | COMMON | 037833100 | 524 | 6,144 | SH | DEFINED | 1 |
| APPLE INC | COMMON | 037833100 | 16 | 185 | SH | OTHER | 1 |
| AT&T INC | COMMON | 00206R102 | 1,888 | 66,231 | SH | DEFINED | 1 |
| AT&T INC | COMMON | 00206R102 | 253 | 8,894 | SH | OTHER | 1 |
| AUTODESK INC | COMMON | 052769106 | 301 | 15,313 | SH | DEFINED | 1 |
| AUTODESK INC | COMMON | 052769106 | 14 | 705 | SH | OTHER | 1 |
| BANK OF AMERICA CORPORATION | COMMON | 060505104 | 125 | 8,898 | SH | DEFINED | 1 |
| BANK OF AMERICA CORPORATION | COMMON | 060505104 | 88 | 6,257 | SH | OTHER | 1 |
| BANK OF NEW YORK MELLON CORP | COMMON | 064058100 | 303 | 10,699 | SH | DEFINED | 1 |

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|------------------------------|--------|-----------|--------|-----------|----|---------|---|
| BANK OF NEW YORK MELLON CORP | COMMON | 064058100 | 108 | 3,822 | SH | OTHER | 1 |
| BECTON DICKINSON & CO | COMMON | 075887109 | 911 | 13,315 | SH | DEFINED | 1 |
| BECTON DICKINSON & CO | COMMON | 075887109 | 68 | 993 | SH | OTHER | 1 |
| BERKSHIRE SECURITIES | COMMON | 084991868 | 1,412 | 6,140 | SH | DEFINED | 1 |
| BERKSHIRE SECURITIES | COMMON | 084991868 | 414 | 1,800 | SH | OTHER | 1 |
| BP PLC | COMMON | 055622104 | 488 | 10,441 | SH | DEFINED | 1 |
| BP PLC | COMMON | 055622104 | 308 | 6,592 | SH | OTHER | 1 |
| | | | | | | | |
| BUNGE LIMITED | COMMON | G16962105 | 557 | 10,768 | SH | DEFINED | 1 |
| BUNGE LIMITED | COMMON | G16962105 | 13 | 250 | SH | OTHER | 1 |
| BURLINGTON NORTHN SANTA FE C | COMMON | 12189T104 | 225 | 2,970 | SH | DEFINED | 1 |
| CHEVRON CORP NEW | COMMON | 166764100 | 1,194 | 16,142 | SH | DEFINED | 1 |
| CHEVRON CORP NEW | COMMON | 166764100 | 493 | 6,664 | SH | OTHER | 1 |
| CISCO SYS INC | COMMON | 17275R102 | 671 | 41,137 | SH | DEFINED | 1 |
| CISCO SYS INC | COMMON | 17275R102 | 149 | 9,133 | SH | OTHER | 1 |
| CNB FINL CORP PA | COMMON | 126128107 | 262 | 23,400 | SH | DEFINED | 1 |
| COLGATE PALMOLIVE CO | COMMON | 194162103 | 431 | 6,288 | SH | OTHER | 1 |
| CONOCOPHILLIPS | COMMON | 20825C104 | 564 | 10,881 | SH | DEFINED | 1 |
| CONOCOPHILLIPS | COMMON | 20825C104 | 119 | 2,300 | SH | OTHER | 1 |
| CVS CAREMARK CORPORATION | COMMON | 126650100 | 629 | 21,902 | SH | DEFINED | 1 |
| CVS CAREMARK CORPORATION | COMMON | 126650100 | 33 | 1,136 | SH | OTHER | 1 |
| DISNEY WALT CO | COMMON | 254687106 | 778 | 34,276 | SH | DEFINED | 1 |
| DISNEY WALT CO | COMMON | 254687106 | 33 | 1,470 | SH | OTHER | 1 |
| DOMINION RES INC VA NEW | COMMON | 25746U109 | 666 | 18,578 | SH | DEFINED | 1 |
| DOMINION RES INC VA NEW | COMMON | 25746U109 | 115 | 3,204 | SH | OTHER | 1 |
| DU PONT E I DE NEMOURS & CO | COMMON | 263534109 | 177 | 7,004 | SH | DEFINED | 1 |
| DU PONT E I DE NEMOURS & CO | COMMON | 263534109 | 54 | 2,142 | SH | OTHER | 1 |
| EMBRYO DEV CORP | COMMON | 290818103 | -- | 15,000 | SH | DEFINED | 1 |
| EMERSON ELEC CO | COMMON | 291011104 | 31 | 840 | SH | DEFINED | 1 |
| EMERSON ELEC CO | COMMON | 291011104 | 626 | 17,110 | SH | OTHER | 1 |
| ESB FINANCIAL CORP | COMMON | 26884F102 | 134 | 12,510 | SH | DEFINED | 1 |
| EXXON MOBIL CORP | COMMON | 30231G102 | 3,627 | 45,440 | SH | DEFINED | 1 |
| EXXON MOBIL CORP | COMMON | 30231G102 | 2,298 | 28,781 | SH | OTHER | 1 |
| FEDEX CORP | COMMON | 31428X106 | 365 | 5,691 | SH | DEFINED | 1 |
| FEDEX CORP | COMMON | 31428X106 | 16 | 250 | SH | OTHER | 1 |
| FIRST COMWLTH FINL CORP PA | COMMON | 319829107 | 13,482 | 1,089,028 | SH | DEFINED | 1 |
| FIRST COMWLTH FINL CORP PA | COMMON | 319829107 | 1,139 | 91,998 | SH | OTHER | 1 |
| FIRSTMERIT CORP | COMMON | 337915102 | 206 | 10,000 | SH | DEFINED | 1 |
| FNB CORP PA | COMMON | 302520101 | 1 | 43 | SH | OTHER | 1 |
| FRANKLIN RES INC | COMMON | 354613101 | 369 | 5,786 | SH | DEFINED | 1 |
| FRANKLIN RES INC | COMMON | 354613101 | 11 | 175 | SH | OTHER | 1 |
| GATEWAY BANK OF PENNSYLVANIA | COMMON | 869099101 | 50 | 5,000 | SH | DEFINED | 1 |
| GENERAL ELECTRIC CO | COMMON | 369604103 | 1,011 | 62,410 | SH | DEFINED | 1 |
| GENERAL ELECTRIC CO | COMMON | 369604103 | 2,017 | 124,496 | SH | OTHER | 1 |
| GENERAL MLS INC | COMMON | 370334104 | 344 | 5,663 | SH | DEFINED | 1 |
| GENERAL MLS INC | COMMON | 370334104 | 12 | 200 | SH | OTHER | 1 |
| GENZYME CORP | COMMON | 372917104 | 432 | 6,512 | SH | DEFINED | 1 |
| GENZYME CORP | COMMON | 372917104 | 46 | 700 | SH | OTHER | 1 |
| GOODRICH CORP | COMMON | 382388106 | 399 | 10,771 | SH | DEFINED | 1 |
| GOODRICH CORP | COMMON | 382388106 | 7 | 180 | SH | OTHER | 1 |
| GOOGLE INC | COMMON | 38259P508 | 533 | 1,731 | SH | DEFINED | 1 |

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|------------------------------|--------|-----------|-------|------------|---------|---|
| GOOGLE INC | COMMON | 38259P508 | 10 | 33 SH | OTHER | 1 |
| HARLEYSVILLE NATIONAL CORP | COMMON | 412850109 | 684 | 47,349 SH | DEFINED | |
| HELMERICH & PAYNE INC | COMMON | 423452101 | 451 | 19,838 SH | DEFINED | 1 |
| HELMERICH & PAYNE INC | COMMON | 423452101 | 10 | 450 SH | OTHER | 1 |
| INTEL CORP | COMMON | 458140100 | 186 | 12,708 SH | DEFINED | 1 |
| INTEL CORP | COMMON | 458140100 | 61 | 4,180 SH | OTHER | 1 |
| INTERNATIONAL BUSINESS MACHS | COMMON | 459200101 | 1,099 | 13,062 SH | DEFINED | 1 |
| INTERNATIONAL BUSINESS MACHS | COMMON | 459200101 | 1,219 | 14,490 SH | OTHER | 1 |
| JACOBS ENGR GROUP INC DEL | COMMON | 469814107 | 894 | 18,579 SH | DEFINED | 1 |
| JACOBS ENGR GROUP INC DEL | COMMON | 469814107 | 45 | 930 SH | OTHER | 1 |
| JOHNSON & JOHNSON | COMMON | 478160104 | 1,218 | 20,353 SH | DEFINED | 1 |
| JOHNSON & JOHNSON | COMMON | 478160104 | 531 | 8,872 SH | OTHER | 1 |
| JPMORGAN & CHASE & CO | COMMON | 46625H100 | 753 | 23,883 SH | DEFINED | 1 |
| JPMORGAN & CHASE & CO | COMMON | 46625H100 | 137 | 4,345 SH | OTHER | 1 |
| KRAFT FOODS INC | COMMON | 50075N104 | 18 | 683 SH | DEFINED | 1 |
| KRAFT FOODS INC | COMMON | 50075N104 | 582 | 21,676 SH | OTHER | 1 |
| L-3 COMMUNICATIONS HLDGS INC | COMMON | 502424104 | 543 | 7,363 SH | DEFINED | 1 |
| L-3 COMMUNICATIONS HLDGS INC | COMMON | 502424104 | 30 | 410 SH | OTHER | 1 |
| LOWES COS INC | COMMON | 548661107 | 204 | 9,497 SH | DEFINED | 1 |
| LOWES COS INC | COMMON | 548661107 | 88 | 4,083 SH | OTHER | 1 |
| MCDONALDS CORP | COMMON | 580135101 | 1,277 | 20,526 SH | DEFINED | 1 |
| MCDONALDS CORP | COMMON | 580135101 | 68 | 1,100 SH | OTHER | 1 |
| MCKESSON CORP | COMMON | 58155Q103 | 394 | 10,162 SH | DEFINED | 1 |
| MCKESSON CORP | COMMON | 58155Q103 | 15 | 395 SH | OTHER | 1 |
| MERCK & CO INC | COMMON | 589331107 | 72 | 2,373 SH | DEFINED | 1 |
| MERCK & CO INC | COMMON | 589331107 | 721 | 23,710 SH | OTHER | 1 |
| MERRILL LYNCH & CO | COMMON | 590188108 | 92 | 7,920 SH | DEFINED | 1 |
| MERRILL LYNCH & CO | COMMON | 590188108 | 50 | 4,275 SH | OTHER | 1 |
| METLIFE INC | COMMON | 59156R108 | 388 | 11,135 SH | DEFINED | 1 |
| METLIFE INC | COMMON | 59156R108 | 5 | 140 SH | OTHER | 1 |
| MICROSOFT CORP | COMMON | 594918104 | 805 | 41,390 SH | DEFINED | 1 |
| MICROSOFT CORP | COMMON | 594918104 | 145 | 7,478 SH | OTHER | 1 |
| MOLSON COORS BREWING CO | COMMON | 60871R209 | 826 | 16,885 SH | DEFINED | 1 |
| MOLSON COORS BREWING CO | COMMON | 60871R209 | 34 | 700 SH | OTHER | 1 |
| MONSANTO CO NEW | COMMON | 61166W101 | 375 | 5,329 SH | DEFINED | 1 |
| MONSANTO CO NEW | COMMON | 61166W101 | 18 | 251 SH | OTHER | 1 |
| NATIONAL CITY CORP | COMMON | 635405103 | 22 | 11,977 SH | DEFINED | 1 |
| NEW MEXICO BANQUEST | COMMON | 647991926 | 1,859 | 7,207 SH | DEFINED | 1 |
| NEW MEXICO BANQUEST | COMMON | 647991926 | 49 | 189 SH | OTHER | 1 |
| ORACLE CORP | COMMON | 68389X105 | 786 | 44,330 SH | DEFINED | 1 |
| ORACLE CORP | COMMON | 68389X105 | 60 | 3,358 SH | OTHER | 1 |
| PARKER HANNIFIN CORP | COMMON | 701094104 | 429 | 10,081 SH | DEFINED | 1 |
| PARKER HANNIFIN CORP | COMMON | 701094104 | 23 | 550 SH | OTHER | 1 |
| PARKVALE FINANCIAL CORP | COMMON | 701492100 | 2,789 | 224,544 SH | DEFINED | 2 |
| PEPSICO INC | COMMON | 713448108 | 1,166 | 21,282 SH | DEFINED | 1 |
| PEPSICO INC | COMMON | 713448108 | 1,059 | 19,342 SH | OTHER | 1 |
| PETSMART INC | COMMON | 716768106 | 633 | 34,310 SH | DEFINED | 1 |
| PETSMART INC | COMMON | 716768106 | 18 | 950 SH | OTHER | 1 |
| PFIZER INC | COMMON | 717081103 | 194 | 10,944 SH | DEFINED | 1 |
| PFIZER INC | COMMON | 717081103 | 368 | 20,805 SH | OTHER | 1 |
| PHARMACEUTICAL PROD DEV INC | COMMON | 717124101 | 579 | 19,960 SH | DEFINED | 1 |
| PHARMACEUTICAL PROD DEV INC | COMMON | 717124101 | 20 | 700 SH | OTHER | 1 |
| PHILIP MORRIS INTL INC | COMMON | 718172109 | 805 | 18,509 SH | DEFINED | 1 |

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|------------------------------|--------|-----------|-------|--------|----|---------|---|
| PHILIP MORRIS INTL INC | COMMON | 718172109 | 1,303 | 29,940 | SH | OTHER | 1 |
| PNC FINL SVCS GROUP INC | COMMON | 693475105 | 239 | 4,881 | SH | DEFINED | 1 |
| PNC FINL SVCS GROUP INC | COMMON | 693475105 | 196 | 4,000 | SH | OTHER | 1 |
| PPG INDS INC | COMMON | 693506107 | 74 | 1,738 | SH | DEFINED | 1 |
| PPL CORP | COMMON | 69351T106 | 181 | 5,900 | SH | DEFINED | 1 |
| PPL CORP | COMMON | 69351T106 | 81 | 2,650 | SH | OTHER | 1 |
| PRECISION CASTPARTS CORP | COMMON | 740189105 | 391 | 6,581 | SH | DEFINED | 1 |
| PRECISION CASTPARTS CORP | COMMON | 740189105 | 13 | 225 | SH | OTHER | 1 |
| PRICE T ROWE GROUP INC | COMMON | 74144T108 | 620 | 17,498 | SH | DEFINED | 1 |
| PRICE T ROWE GROUP INC | COMMON | 74144T108 | 51 | 1,440 | SH | OTHER | 1 |
| PROCTER & GAMBLE CO | COMMON | 742718109 | 1,442 | 23,324 | SH | DEFINED | 1 |
| PROCTER & GAMBLE CO | COMMON | 742718109 | 2,439 | 39,456 | SH | OTHER | 1 |
| PUBLIC SVC ENTERPRISE GROUP | COMMON | 744573106 | 118 | 4,041 | SH | DEFINED | 1 |
| PUBLIC SVC ENTERPRISE GROUP | COMMON | 744573106 | 247 | 8,460 | SH | OTHER | 1 |
| QUALCOMM INC | COMMON | 747525103 | 342 | 9,532 | SH | DEFINED | 1 |
| QUALCOMM INC | COMMON | 747525103 | 10 | 272 | SH | OTHER | 1 |
| ROCKWELL AUTOMATION INC | COMMON | 773903109 | 151 | 4,670 | SH | DEFINED | 1 |
| ROCKWELL AUTOMATION INC | COMMON | 773903109 | 64 | 2,000 | SH | OTHER | 1 |
| ROCKWELL COLLINS INC | COMMON | 774341101 | 167 | 4,269 | SH | DEFINED | 1 |
| ROCKWELL COLLINS INC | COMMON | 774341101 | 78 | 2,000 | SH | OTHER | 1 |
| ROYAL BANCSHARES OF PENN-A | COMMON | 780081105 | 67 | 20,156 | SH | DEFINED | |
| ROYAL DUTCH SHELL PLC | COMMON | 780259206 | 44 | 823 | SH | DEFINED | 1 |
| ROYAL DUTCH SHELL PLC | COMMON | 780259206 | 238 | 4,500 | SH | OTHER | 1 |
| S & T BANCORP INC | COMMON | 783859101 | 1,992 | 56,120 | SH | DEFINED | 1 |
| S & T BANCORP INC | COMMON | 783859101 | 546 | 15,384 | SH | OTHER | 1 |
| SCHLUMBERGER LTD | COMMON | 806857108 | 279 | 6,591 | SH | DEFINED | 1 |
| SCHLUMBERGER LTD | COMMON | 806857108 | 136 | 3,218 | SH | OTHER | 1 |
| STATE STR CORP | COMMON | 857477103 | 408 | 10,366 | SH | DEFINED | 1 |
| STATE STR CORP | COMMON | 857477103 | 8 | 214 | SH | OTHER | 1 |
| SUSQUEHANNA BANCSHARES INC | COMMON | 869099101 | 1,106 | 69,487 | SH | DEFINED | |
| SUSQUEHANNA BANCSHARES INC P | COMMON | 869099101 | 831 | 52,242 | SH | DEFINED | 1 |
| TARGET CORP | COMMON | 87612E106 | 547 | 15,830 | SH | DEFINED | 1 |
| TARGET CORP | COMMON | 87612E106 | 171 | 4,938 | SH | OTHER | 1 |
| TEVA PHARMACEUTICAL INDS LTD | COMMON | 881624209 | 398 | 9,350 | SH | DEFINED | 1 |
| TEVA PHARMACEUTICAL INDS LTD | COMMON | 881624209 | 11 | 263 | SH | OTHER | 1 |
| TEXAS INSTRS INC | COMMON | 882508104 | 136 | 8,746 | SH | DEFINED | 1 |
| TEXAS INSTRS INC | COMMON | 882508104 | 35 | 2,267 | SH | OTHER | 1 |
| THERMO FISHER SCIENTIFIC INC | COMMON | 883556102 | 577 | 16,924 | SH | DEFINED | 1 |
| THERMO FISHER SCIENTIFIC INC | COMMON | 883556102 | 22 | 635 | SH | OTHER | 1 |
| TIME WARNER CABLE INC | COMMON | 88732J108 | 369 | 17,220 | SH | DEFINED | 1 |
| TIME WARNER CABLE INC | COMMON | 88732J108 | 16 | 768 | SH | OTHER | 1 |
| TRISTATE CAPITAL BANK | COMMON | 99R733108 | 600 | 50,000 | SH | DEFINED | |
| UNITED TECHNOLOGIES CORP | COMMON | 913017109 | 233 | 4,340 | SH | DEFINED | 1 |
| UNITED TECHNOLOGIES CORP | COMMON | 913017109 | 29 | 533 | SH | OTHER | 1 |
| US BANCORP DEL | COMMON | 902973304 | 436 | 17,422 | SH | DEFINED | 1 |
| US BANCORP DEL | COMMON | 902973304 | 18 | 712 | SH | OTHER | 1 |
| VERIZON COMMUNICATIONS INC | COMMON | 92343V104 | 1,536 | 45,311 | SH | DEFINED | 1 |
| VERIZON COMMUNICATIONS INC | COMMON | 92343V104 | 806 | 23,770 | SH | OTHER | 1 |
| VISA INC | COMMON | 92826C839 | 337 | 6,433 | SH | DEFINED | 1 |
| VISA INC | COMMON | 92826C839 | 8 | 150 | SH | OTHER | 1 |
| VIST FINANCIAL CORP | COMMON | 524477106 | 734 | 95,005 | SH | DEFINED | |
| WAL MART STORES INC | COMMON | 931142103 | 254 | 4,532 | SH | DEFINED | 1 |
| WAL MART STORES INC | COMMON | 931142103 | 57 | 1,020 | SH | OTHER | 1 |
| WELLS FARGO & CO NEW | COMMON | 949746101 | 193 | 6,532 | SH | OTHER | 1 |
| XCEL ENERGY INC | COMMON | 98389B100 | 542 | 29,203 | SH | DEFINED | 1 |

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| XCEL ENERGY INC | COMMON 98389B100 | 33 | 1,770 SH | OTHER | 1 |
| ZIMMER HLDGS INC | COMMON 98956P102 | 260 | 6,422 SH | DEFINED | 1 |
| ZIMMER HLDGS INC | COMMON 98956P102 | 15 | 380 SH | OTHER | 1 |
| GRAND TOTALS | | 94,770 | 3,720,440 | | |