If yes, complete and attach Schedule IV. V. Did you have any reportable agreement or arrangement with an outside entity? If yes, complete and attach Schedule V. VI. Did you receive compensation of more than \$5,000 from a single source in the two prior years? If yes, complete and attach Schedule VI. Per MATION — ANSWER EACH OF THESE QUESTIONS and certain other "excepted trusts" need not be yes in a dependent child?	of filing in the current calendar year or if yes, complete and attach Scheduli V. Did you have any reportable agreen with an outside entity? If yes, complete and attach Scheduli VI. Did you receive compensation of manifest a single source in the two prior years? If yes, complete and attach Scheduli if ye	X No X No TRUST INFO B Committee on Et thenefiting you, yo	(e.g., salaries or orting period? Yes ceive "unearmed" or hold any and of the period? Yes are any reportering period? Yes part must be answ part must be answ PENDENT, OR TOT details of such a trust ort details of such a trust	I. Did you or your spouse have "earned" income (e.g., salaries or tees) of \$200 or more from any source in the reporting period? II. Did you, your spouse, or a dependent child receive "unearned" income of more than \$200 in the reporting period or hold any reportable asset worth more than \$1,000 at the end of the period? III. Did you, your spouse, or a dependent child have any reportable asset worth more than \$1,000 at the end of the period? III. Did you, your spouse, or a dependent child have any reportable asset worth more than \$1,000 at the end of the period? III. Did you, your spouse, or a dependent child have any reportable asset worth more than \$1,000 at the end of the period? III. Did you, your spouse, or a dependent child have any reportable asset worth more than \$1,000 at the end of the period? III. Did you, your spouse, or a dependent child have any reportable asset worth more than \$1,000 at the end of the period? III. Did you, your spouse, or a dependent child have any reportable asset with more than \$1,000 at the end of the period? III. Did you, your spouse, or a dependent child have any reportable asset with more than \$1,000 at the end of the period? III. Did you, your spouse, or a dependent child have any reportable agreement or arrange with an outside entity? III. Did you, your spouse, or a dependent child have any reportable agreement or arrange with an outside entity? III. Did you, your spouse, or a dependent child have any reportable agreement or arrange with an outside entity? III. Did you, your spouse, or a dependent child receive "Wes X No
	v. Did you have any rej with an outside entity? If yes, complete and a v. Did you receive con a single source in the ty ff yes, complete and a sppropriate schece appropriate schece	No □	(e.g., salaries or or briting period? The p	uo or your spouse have "earned" income (e \$200 or more from any source in the report omplete and attach Schedule I. ou, your spouse, or a dependent child record more than \$200 in the reporting period or lie asset worth more than \$1,000 at the encomplete and attach Schedule II. you, your spouse, or a dependent child have allity (more than \$10,000) during the report complete and attach Schedule III. Each question in this
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more than 30 days late			Employing Office:	employee
Check if A \$200 penalty shall be assessed Amendment against any individual who files	non: NOVEMBER 4, 2014		State: District:	Filer X Candidate for the House of Representatives New officer or Candidate Can
	ne Telephone:	Daytin	BROOKE	Name: WILLIAM WADE BROK
U.S. HOUSE OF REPRESENTATIVES				
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	and new employees Check if Amendment ag mortable positions on or before	and new employees Check if Amendment Amendment ag materials a	FORM B For use by candidates and new employees Date of Election: NOVEMBER 4, 2014 Check if ag Check if ag Amendment ag	EMENT NOVEMBER 30, 2013 For use by candidates and new employees NOVEMBER 30, 2013 For use by candidates and new employees Amendment ag A Amendment ag A Amendment ag A Amendment ag A Amendment A Amendment A B A Amendment A Amendment A B A Amendment A B A Amendment A A Amendment A B A Amendment A A Amendment A B A Amendment A B A Amendment A A Amendment A B A Amendment A B A Amendment A A Amendment A B A Amendment A B A Amendment A B A A B A B A B A B A B A B A B A B

SCHEDULE I — EARNED INCOME (INCLUDING HONORARIA)

Name WILLIAM WADE BROOKE

Page 2 of 10

List the source, type, and amount of earned income from any source (other than the filer's current employment by the U.S. Government) totalling \$200 or
more during the preceding calendar year. For a spouse, list the source and amount of any honoraria; list only the source for other spouse earned income
exceeding \$1,000. See examples below.

Exclude: Military pay (such as National Guard or Reserve pay), federal retirement programs, and benefits received under the Social Security Act.

Excitors: Military pay (such as Malional Guard of Reserve pay), lederal fellientent programs, and benefits received under the Social Security Act.	ment programs, and beliens to	eceived under the Social S	ecurity Act.
Source (include date of receipt for honoraria)	Type	Amount	
	- 3	Current Year to Filing	Preceding Year
XYZ Corporation, Houston, TX	Salary	\$6,300	\$28,450
- 1	Director's Fee	\$400	\$3,200
XYZ Trade Association, Chicago, IL (Rec'd December 2)	Honorarium	0	\$1,000
Harris County, Texas Public Schools	Spouse Salary	NA	NA
HARBERT MANAGEMENT CORPORATION	SALARY	\$279,422	\$254,823

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				SEE		DC, Examples:		incures and vacation retires (unress tiere was tenda- income during the reporting period); any deposits total- ing \$5,000 or less in personal checking or savings accounts; and any financial interest in, or income derived from, a federal retirement program, including the Thriff Savings Plan. If you so choose, you may indicate that an asset or income source is that of your spouse (SP) or depen- dent child (DC) or is jointly held with your spouse (JT), in the optional column on the far left. For a detailed discussion of Schedule II requirements, please refer to the instruction booklet.	Exclude: Your personal residence, including second	For an ownership interest in a privately-held business that is not publicly traded, state the name of the business, the nature of its activities, and its geographic beauty in Block A	For all IRAs and offer retirement plans (such as 401(k) plans) provide the value for each asset held in the account that exceeds the reporting thresholds. For rental or other real property held for investment, provide a complete address or a description, e.g., "rental property," and the city and state.	Provide complete names of stocks and mutual funds (do not use ticker symbols).	Identify (a) each asset held for investment or production of income with a fair market value exceeding \$1,000 at the end of the reporting period, and (b) any other reportable asset or sources of income which generated more than \$200 in "unearned" income during the year.	BLOCK A Asset and/or Income Source
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						Poyaltes		(Specify: e.g., Partnership Income or Farm Inc	come)		if reinvested, must be dis- closed as income. Check "None" if the asset generated no income during the reporting period.	plans or IRAs), you may check the "Tax-Deferred" column. Dividends, interest, and capital gains, even	Check all columns that apply. For retirement accounts that do not allow you to choose specific investments at that generate tax-determed income (such as 401(k)	
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Harbert Venture Partners (Annex Fund), LLC	Birmingham, A1	STX CO-INVESTOR	ALD CO-INVESTOR LLC	HARBERT VENTURE PARTNERS II, LP William Brooke ©	HARBERT VENTURE PARTNERS II, LP Birmingham, AL	Continuum 700 LLC Jackson, MS	Birningham, AL	Birmingham, AL	Williamson Martin & Brooke LLC	HARBINGER/AURORA HOLDINGS LLC	HARBERT VENTURE PARTNERS MM, LLC (C2)	HIMC INVESTORS, LLC SERIES 5	HMC INVESTORS, LLC SERIES 4	HNC INVESTORS, LLC SERIES 3 Birmingham, AL	HANC INVESTORS, LLC SERIES 2 Blimlingham, AL	HMC INVESTORS, LLC SERIES 1 Birmingham, AL	HMC PLAN, LLC SERIES 9 Birmingham, AL	HMC PLAN, LLC SERIES 8 Birmingham, AL	HMC PLAN, LLC SERIES 7 Birmingham, AL	HAKC PLAM, LLC SERIES 6 Birmingham, AL	HMC PLAN, LLC SERIES 5 Birmingham, AL	HIMC PLAN, LLC SERIES 4 Birmingham, AL	HMC PLAN, LLC SERIES 3 Birmingham, AL	HMC PLAN, LLC SERIES 2	HMC PLAN, LLC SERIES 1 Birmingham, AL	HARBERT EVENT OPPORTUNITIES FUND, LP New York, NY	HARBERT EUROPEAN REAL ESTATE FUND II, L.P. Birminghəm, AL	Harbinger Capital Partners Special Situations Fund Birmingham, AL	HARBERT VALUE FUND, LP Birmingham, AL	BITMINGHAM, AL	HARBERT REAL ESTATE FUND III, LLC Birmingham, AL	HARBERT MEZZANINE PARTNERS II, L.P. Birmingham, AL			Asset and/or income Source	Schedule II - Assets and "Unearned" Income
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HARBERT EVENT OPPORTUNITIES FUND, LP [Trust]*	HARBERT VALUE FUND, LP (Trust)	Harbinger Capital Partners Fund II LP [Trust] New York, NY	HARBERT EVENT OPPORTUNITIES OFFHSORE MANAGER, LLC (Trust)* Birmingham, At	Harbinger Capital Partners Special Situations Fund (Trust)* Birmingham, AL	HMC INVESTORS, LLC SERIES 7 (Trust)* Birmingham, AL	HMC INVESTORS, LLC SERIES 6 (Trust)* Birmingham, AL	HMC INVESTORS, LLC SERIES 5 (Tn. Birmingham, AL	HMC INVESTORS, LLC SERIES 4 (Trust)* Birmingham, AL	Harbert Management Corporation Birmingham, AL	Harbinger Class PE Holdings (Cayman) Ltd.	Harbert United States Real Estate Fund V Birmingham, AL	thines.	HIMC INVESTORS, LLC SERIES 7 Birmingham, AL	HARBERT VENTURE PARTNERS III, LP William Brooke Birmingham, AL	HARBERT VENTURE PARTNERS III, LP Birmingham, AL	Harbert Macro Fund, LP Chicago, IL	Harbert Credit Opportunities Fund New York, NY	Harbert Power Fund IV Birmingham, AL	Harbinger Class PE Holdings (US) Trust Newark, DE	Harbinger Class L Holdings (US) LLC New York, NY	Harbinger Capital Partners Fund II LP New York, NY	HARBERT VENTURE PARTNERS MM, LLC (C4)	HARBERT VENTURE PÄRTNERS MM, LLC (C3) Birmingham, AL	Harbert European Real Estate Fund Birmingham, AL	NCON Co-Investor, LLC (C) Birmingham, AL	NCON Co-investor, LLC Birmingham, AL	Harbert Municipal Tax Receivable Fund Birmingham, AL	Harbert Australian Private Equity Fund I Birmingham, AL	HIMC INVESTORS, LLC SERIES 6 Birmingham, AL	HARBERT VENTURE PARTNERS II G Birmingham, AL	HARBERT VENTURE PARTNERS II GP LLC (C2) Birmingham, AL			Asset and/or income Source
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SCHEDULE III — LIABILITIES

Name WILLIAM WADE BROOKE

| Page 8 of 10

owed during the reporting period. Exclude: Any mortgage on your personal residence (unless there is rental income); loans secured by automobiles, household furniture, or appliances; liabilities of a business in which you own an interest (unless you are personally liable); and liabilities owed to a spouse, or the child, parent, or sib-Report liabilities of over \$10,000 owed to any one creditor at any time during the reporting period by you, your spouse, or dependent child. Mark the highest amount ling of you or your spouse. Report revolving charge accounts (i.e., credit cards) only if the balance at the close of the previous calendar year exceeded \$10,000.

Type of Liability A B C \$10,000 450,000 450,000 4100,000	\$10,001— \$15,000 > \$15,001— \$50,000	\$10,001— \$15,000 > \$15,001— \$50,000	\$10,001— \$15,000 > \$15,001— \$50,000	\$10,001— \$15,000 > \$15,001— \$50,000	\$10,001— \$15,000 > \$15,001— \$50,000 C \$50,001— \$100,000 C \$250,000 m \$250,000 m \$500,001— \$1,000,000 m \$1,000,000 G \$5,000,000 G	\$10,001— \$15,000 B \$15,001— \$50,000 C \$50,001— \$100,000 D \$250,001— \$500,001— \$1,000,001— \$1,000,001— \$1,000,001— \$5,000,000 B \$5,000,000 C \$5,000,000 >\$5,000 C \$
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SCHEDULE IV — POSITIONS

any nonprofit organization, any labor organization, or any educational or other institution other than the United States. Report all positions, compensated or uncompensated, held on or before the date of filing during the current calendar year and in the two prior years as an officer, director, trustee, partner, proprietor, representative, employee, or consultant of any corporation, company, firm, partnership, or other business enterprise,

Exclude: Positions listed on Schedule I; positions held in any religious, social, fraternal, or political entities (such as a political party or campaign organization); and positions solaly of an honorary partire

and positions solely of an nonorary nature.	ature.
Position	Name of Organization
SEE ATTACHED	

Name: William W. Brooke

Page 9 of 10

Position Intector Intector Interctor Int		
Alabama Business Hall of Fame Alabama Entrepreneurship Institute Alabama Innovation Council Study Commission Alabama Innovation Council Study Commission Alabama Symphonic Association Alabama Symphonic Association Aldagen Corporation Aldagen Holdings, LLC Brooke Family Foundation Business Council of Alabama, Inc. Business Education Alliance Church Resource Ministries Culverhouse College of Business Commerce Bc Cypress Cutoff, LLC Economic Development Partnership of Alabam Harbert Management Corporation Harbert Realty Services, Inc. Innovative Biosensors, Inc. Leadership Alabama Maxcyte Corporation McCWane Center Endowment N Contact, Inc. Southeast Bio UAB Campaign Executive Committee Zeiger Foundation	Position	Name of Organization
Alabama Entrepreneurship Institute Alabama Innovation Council Study Commission Alabama Innovation Council Study Commission Alabama Symphonic Association Alabama Symphony Endowment Aldagen Corporation Aldagen Holdings, LLC Brooke Family Foundation Business Council of Alabama, Inc. Business Education Alliance Church Resource Ministries Culverhouse College of Business Commerce Bc Cypress Cutoff, LLC Economic Development Partnership of Alabam Harbert Management Corporation Harbert Realty Services, Inc. Innovative Biosensors, Inc. Leadership Alabama Maxcyte Corporation McWane Center Endowment N Contact, Inc. Southeast Bio UAB Campaign Executive Committee Zeiger Foundation	Director	
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Southeast Bio UAB Campaign Executive Committee Zeiger Foundation	Director	
UAB Campaign Executive Committee Zeiger Foundation	Director	
Zeiger Foundation	Director	
	Trustee	

SCHEDULE V — AGREEMENTS

Name WILLIAM WADE BROOKE

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ι leave of absence during the period of government inuing participation in an employee welfare or ben-
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	on poor management of a control original or	
Date	Parties To	Terms of Agreement
	NONE	

SCHEDULE VI — COMPENSATION IN EXCESS OF \$5,000 PAID BY ONE SOURCE

Report sources of such compensation received by you or your business affiliation for services provided directly by you during the two prior years. This includes the names of clients and customers of any corporation, firm, partnership, or other business enterprise, or any nonprofit organization if you directly provided the services generating a fee or payment of more than \$5,000. Exclude: Payments by the U.S. Government and any information considered confidential as a result of a privileged relationship recognized by law. Do not repeat information listed on Schedule I.

Source (Name and Address)	Brief Description of Dutles
Example: Doe Jones & Smith, Hometown, Homestate	Accounting services
NONE	