

SECURITIES AND EXCHANGE COMMISSION

FORM 13F-HR

Initial quarterly Form 13F holdings report filed by institutional managers

Filing Date: **2013-01-10** | Period of Report: **2012-12-31**  
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FILER

**BANKERS TRUST CO /IA/**

CIK:[811393](#) | IRS No.: **420127385** | State of Incorpor.: **IA** | Fiscal Year End: **1231**  
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Business Address  
*665 LOCUST ST  
PO BOX 897  
DES MOINES IA 503040897*

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 13F  
FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 12/31/2012

Check here if Amendment  Amendment Number:  
This Amendment  is a restatement  
 adds new holding entries

Institutional Investment Manager Filing this Report:

Name: BANKERS TRUST COMPANY  
Address: 453 7TH STREET  
DES MOINES, IA 50309

13F File Number: 28-01949

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 that 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: JOHN LEPLEY  
Title: TRUST COMPLIANCE OFFICER  
Phone: 515 245 2459  
Signature, Place, and Date of Signing:

1 DES MOINES, IOWA 01/10/2013

Report Type (Check only one)  
 13F HOLDINGS REPORT  
 13F NOTICE  
 13F COMBINATION REPORT

I AM SIGNING THIS REPORT AS REQUIRED BY THE SECURITIES EXCHANGE ACT OF 1934

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0  
Form 13F Information Table Entry Total: 298  
Form 13F Information Table Value Total: \$ 123,992

List of Other Included Managers:

NONE

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FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1000)	SHARES/ PRN	SH/ AMOUNT	PUT/ DISCRTN	INVSTMT OTHER MANAGERS	SOLE	VOTING AUTHORITY SHARED	NONE
AFLAC INC	COM	001055102	1189	22390	SH	SOLE		22310		
AFLAC INC	COM	001055102	605	11392	SH	DEFINED		11392		80
AFLAC INC	COM	001055102	142	2668	SH	OTHER		2668		
AGCO	COM	001084102	314	6393	SH	SOLE		6311		
AGCO	COM	001084102	436	8882	SH	DEFINED		8882		82
AGCO	COM	001084102	23	467	SH	OTHER		467		
AES	COM	00130H105	169	15820	SH	SOLE		15820		
AES	COM	00130H105	12	1110	SH	OTHER		1110		
AT&T INC	COM	00206R102	177	5252	SH	SOLE		5107		
AT&T INC	COM	00206R102	32	950	SH	DEFINED		950		145
AT&T INC	COM	00206R102	94	2801	SH	OTHER		2801		

ABBOTT LABORATORIES	COM	002824100	1101	16816	SH	SOLE	16646	
						SOLE		170
ABBOTT LABORATORIES	COM	002824100	767	11704	SH	DEFINED	11704	
ABBOTT LABORATORIES	COM	002824100	121	1848	SH	OTHER	1848	
ALEXION PHARMACEUTICALS	COM	015351109	235	2512	SH	SOLE	2512	
ALEXION PHARMACEUTICALS	COM	015351109	9	94	SH	OTHER	94	
ALLERGAN	COM	018490102	254	2766	SH	SOLE	2766	
ALLERGAN	COM	018490102	7	79	SH	OTHER	79	
ALLIANCE DATA SYSTEMS	COM	018581108	558	3853	SH	SOLE	3853	
ALLIANCE DATA SYSTEMS	COM	018581108	901	6222	SH	DEFINED	6222	
ALLIANCE DATA SYSTEMS	COM	018581108	47	326	SH	OTHER	326	
ALLSTATE	COM	020002101	610	15187	SH	SOLE	15187	
ALLSTATE	COM	020002101	33	812	SH	DEFINED	812	
ALLSTATE	COM	020002101	81	2012	SH	OTHER	2012	
AMAZON.COM	COM	023135106	298	1187	SH	SOLE	1187	
AMAZON.COM	COM	023135106	9	36	SH	OTHER	36	
AMERICAN CAPITAL AGENCY	COM	02503X105	646	22336	SH	SOLE	22336	
AMERICAN CAPITAL AGENCY	COM	02503X105	626	21678	SH	DEFINED	21678	
AMERICAN CAPITAL AGENCY	COM	02503X105	78	2683	SH	OTHER	2683	
APPLE	COM	037833100	1338	2514	SH	SOLE	2499	
						SOLE		15
APPLE	COM	037833100	1371	2577	SH	DEFINED	2577	
APPLE	COM	037833100	61	115	SH	OTHER	115	
AUTOMATIC DATA PROCESSING	COM	053015103	542	9525	SH	SOLE	9475	
						SOLE		50
AUTOMATIC DATA PROCESSING	COM	053015103	37	647	SH	DEFINED	647	
AUTOMATIC DATA PROCESSING	COM	053015103	77	1345	SH	OTHER	1345	
BAXTER INTERNATIONAL	COM	071813109	158	2375	SH	SOLE	2375	
BAXTER INTERNATIONAL	COM	071813109	37	549	SH	DEFINED	549	
BAXTER INTERNATIONAL	COM	071813109	59	889	SH	OTHER	889	
BED BATH & BEYOND INC.	COM	075896100	300	5366	SH	SOLE	5366	
BED BATH & BEYOND INC.	COM	075896100	568	10168	SH	DEFINED	10168	
BED BATH & BEYOND INC.	COM	075896100	18	317	SH	OTHER	317	
BERKSHIRE HATHAWAY INC	COM	084670108	402	3	SH	OTHER	3	
BIOGEN	COM	09062X103	199	1358	SH	SOLE	1358	
BIOGEN	COM	09062X103	7	48	SH	OTHER	48	
BLACKROCK	COM	09247X101	629	3045	SH	SOLE	3045	
BLACKROCK	COM	09247X101	851	4119	SH	DEFINED	4119	
BLACKROCK	COM	09247X101	100	486	SH	OTHER	486	
BRISTOL-MYERS	COM	110122108	610	18726	SH	SOLE	18726	
BRISTOL-MYERS	COM	110122108	98	3009	SH	DEFINED	3009	
BRISTOL-MYERS	COM	110122108	81	2500	SH	OTHER	2500	
CF INDUSTRIES	COM	125269100	223	1099	SH	SOLE	1099	
CF INDUSTRIES	COM	125269100	16	78	SH	OTHER	78	
CME GROUP	COM	12572Q105	350	6910	SH	SOLE	6910	
CME GROUP	COM	12572Q105	575	11350	SH	DEFINED	11350	
CME GROUP	COM	12572Q105	24	478	SH	OTHER	478	
CVS CAREMARK	COM	126650100	704	14557	SH	SOLE	14442	
						SOLE		115
CVS CAREMARK	COM	126650100	1141	23591	SH	DEFINED	23591	
CVS CAREMARK	COM	126650100	32	653	SH	OTHER	653	
CAMERON INTERNATIONAL	COM	13342B105	912	16157	SH	SOLE	16092	
						SOLE		65
CAMERON INTERNATIONAL	COM	13342B105	1043	18469	SH	DEFINED	18469	
CAMERON INTERNATIONAL	COM	13342B105	39	683	SH	OTHER	683	
CATERPILLAR INC	COM	149123101	528	5894	SH	SOLE	5829	
						SOLE		65
CATERPILLAR INC	COM	149123101	445	4964	SH	DEFINED	4964	
CATERPILLAR INC	COM	149123101	31	345	SH	OTHER	345	
CELGENE	COM	151020104	723	9217	SH	SOLE	9172	
						SOLE		45
CELGENE	COM	151020104	1085	13824	SH	DEFINED	13824	
CELGENE	COM	151020104	41	520	SH	OTHER	520	
CHEMED	COM	16359R103	559	8150	SH	SOLE	8150	
CHEVRON	COM	166764100	1380	12759	SH	SOLE	12699	
						SOLE		60
CHEVRON	COM	166764100	556	5137	SH	DEFINED	5137	
CHEVRON	COM	166764100	275	2546	SH	OTHER	2546	
CITRIX SYSTEMS INC.	COM	177376100	213	3242	SH	SOLE	3242	
CITRIX SYSTEMS INC.	COM	177376100	8	125	SH	OTHER	125	
COCA-COLA COMPANY	COM	191216100	67	1854	SH	SOLE	1854	
COCA-COLA COMPANY	COM	191216100	494	13640	SH	OTHER	13640	
COGNIZANT	COM	192446102	1340	18142	SH	SOLE	18077	
						SOLE		65
COGNIZANT	COM	192446102	1639	22186	SH	DEFINED	22186	
COGNIZANT	COM	192446102	64	863	SH	OTHER	863	
COMCAST CORPORATION	COM	20030N101	966	25863	SH	SOLE	25713	
						SOLE		150
COMCAST CORPORATION	COM	20030N101	712	19055	SH	DEFINED	19055	
COMCAST CORPORATION	COM	20030N101	86	2301	SH	OTHER	2301	
CONOCOPHILLIPS	COM	20825C104	424	7312	SH	SOLE	7257	
						SOLE		55

CONOCOPHILLIPS	COM	20825C104	51	884	SH	DEFINED	884	
CONOCOPHILLIPS	COM	20825C104	202	3482	SH	OTHER	3482	
DAKOTA PLAINS	COM	234255107	1082	333042	SH	SOLE	333042	
DANAHER CORP	COM	235851102	388	6948	SH	SOLE	6948	
DANAHER CORP	COM	235851102	657	11750	SH	DEFINED	11750	
DANAHER CORP	COM	235851102	38	674	SH	OTHER	674	
DARLING	COM	237266101	482	30040	SH	SOLE	30040	
DEERE & CO	COM	244199105	678	7840	SH	SOLE	7840	
DEERE & CO	COM	244199105	309	3572	SH	DEFINED	3572	
DEERE & CO	COM	244199105	139	1609	SH	OTHER	1609	
WALT DISNEY	COM	254687106	582	11697	SH	SOLE	11632	65
WALT DISNEY	COM	254687106	665	13360	SH	DEFINED	13360	
WALT DISNEY	COM	254687106	46	928	SH	OTHER	928	
DISCOVER FINANCIAL	COM	254709108	201	5215	SH	SOLE	5215	
DISCOVER FINANCIAL	COM	254709108	14	360	SH	OTHER	360	
DIRECTV	COM	25490A309	652	12993	SH	SOLE	12993	
DIRECTV	COM	25490A309	1088	21686	SH	DEFINED	21686	
DIRECTV	COM	25490A309	40	804	SH	OTHER	804	
DU PONT DE NEMOURS & CO	COM	263534109	535	11897	SH	SOLE	11852	45
DU PONT DE NEMOURS & CO	COM	263534109	52	1152	SH	DEFINED	1152	
DU PONT DE NEMOURS & CO	COM	263534109	135	3005	SH	OTHER	3005	
EMC CORPORATION	COM	268648102	1087	42951	SH	SOLE	42901	50
EMC CORPORATION	COM	268648102	1288	50898	SH	DEFINED	50898	
EMC CORPORATION	COM	268648102	47	1857	SH	OTHER	1857	
EBAY INC	COM	278642103	277	5430	SH	SOLE	5430	
EBAY INC	COM	278642103	15	290	SH	OTHER	290	
EMERSON ELECTRIC	COM	291011104	380	7182	SH	SOLE	7117	65
EMERSON ELECTRIC	COM	291011104	580	10951	SH	DEFINED	10951	
EMERSON ELECTRIC	COM	291011104	21	389	SH	OTHER	389	
ENTERGY CORP	COM	29364G103	461	7229	SH	SOLE	7214	15
ENTERGY CORP	COM	29364G103	39	617	SH	DEFINED	617	
ENTERGY CORP	COM	29364G103	92	1438	SH	OTHER	1438	
EXPRESS SCRIPTS	COM	30219G108	729	13504	SH	SOLE	13444	60
EXPRESS SCRIPTS	COM	30219G108	818	15152	SH	DEFINED	15152	
EXPRESS SCRIPTS	COM	30219G108	38	708	SH	OTHER	708	
EXXON MOBIL	COM	30231G102	2243	25916	SH	SOLE	25766	150
EXXON MOBIL	COM	30231G102	1186	13708	SH	DEFINED	13708	
EXXON MOBIL	COM	30231G102	271	3128	SH	OTHER	3128	
FISERV INC	COM	337738108	639	8090	SH	SOLE	8050	40
FISERV INC	COM	337738108	923	11685	SH	DEFINED	11685	
FISERV INC	COM	337738108	33	418	SH	OTHER	418	
FRANKLIN RESOURCES INC	COM	354613101	289	2302	SH	SOLE	2292	10
FRANKLIN RESOURCES INC	COM	354613101	614	4886	SH	DEFINED	4886	
FRANKLIN RESOURCES INC	COM	354613101	77	610	SH	OTHER	610	
GENERAL DYNAMICS CORP	COM	369550108	413	5964	SH	SOLE	5949	15
GENERAL DYNAMICS CORP	COM	369550108	27	396	SH	DEFINED	396	
GENERAL DYNAMICS CORP	COM	369550108	50	721	SH	OTHER	721	
GENERAL ELECTRIC CO.	COM	369604103	791	37708	SH	SOLE	37223	485
GENERAL ELECTRIC CO.	COM	369604103	50	2377	SH	DEFINED	2377	
GENERAL ELECTRIC CO.	COM	369604103	210	10010	SH	OTHER	10010	
GLAXOSMITHKLINE	FOR	37733W105	497	11435	SH	SOLE	11435	
GLAXOSMITHKLINE	FOR	37733W105	632	14532	SH	DEFINED	14532	
GLAXOSMITHKLINE	FOR	37733W105	21	478	SH	OTHER	478	
GOOGLE INC	COM	38259P508	543	767	SH	SOLE	767	
GOOGLE INC	COM	38259P508	881	1245	SH	DEFINED	1245	
GOOGLE INC	COM	38259P508	36	51	SH	OTHER	51	
HARMONIC INC	COM	413160102	45	8970	SH	SOLE	8970	
HARMONIC INC	COM	413160102	6	1213	SH	DEFINED	1213	
HARMONIC INC	COM	413160102	3	500	SH	OTHER	500	
HOME DEPOT INC	COM	437076102	576	9318	SH	SOLE	9318	
HOME DEPOT INC	COM	437076102	29	475	SH	DEFINED	475	
HOME DEPOT INC	COM	437076102	57	927	SH	OTHER	927	
HUBBELL REALTY COMPANY	COM	443910104	497	8275	SH	SOLE	8275	
HUBBELL REALTY COMPANY	COM	443910104	1115	18575	SH	OTHER	18575	
ING GROEP NV	FOR	456837103	946	99663	SH	SOLE	99663	
ING GROEP NV	FOR	456837103	3756	395787	SH	DEFINED	395787	
ING GROEP NV	FOR	456837103	5905	622266	SH	OTHER	595610	26656
ING GROEP NV	PRE	456837806	256	10000	SH	OTHER	10000	
INTEL CORP	COM	458140100	764	37042	SH	SOLE	36892	150

INTEL CORP	COM	458140100	529	25652	SH	DEFINED	25652	
INTEL CORP	COM	458140100	75	3621	SH	OTHER	3621	
INTERNATIONAL BUSINESS MACHINES	COM	459200101	1267	6614	SH	SOLE	6564	
						SOLE		50
INTERNATIONAL BUSINESS MACHINES	COM	459200101	1074	5608	SH	DEFINED	5608	
INTERNATIONAL BUSINESS MACHINES	COM	459200101	278	1450	SH	OTHER	1450	
ISHARES	MUT	464287507	379	3730	SH	SOLE	3730	
ISHARES	MUT	464287507	80	785	SH	DEFINED	785	
ISHARES	MUT	464287507	138	1355	SH	OTHER	1355	
JP MORGAN	COM	46625H100	1314	29881	SH	SOLE	29731	
						SOLE		150
JP MORGAN	COM	46625H100	749	17026	SH	DEFINED	17026	
JP MORGAN	COM	46625H100	132	3008	SH	OTHER	3008	
JOHNSON & JOHNSON	COM	478160104	819	11684	SH	SOLE	11539	
						SOLE		145
JOHNSON & JOHNSON	COM	478160104	124	1762	SH	DEFINED	1762	
JOHNSON & JOHNSON	COM	478160104	96	1373	SH	OTHER	1373	
KINDER MORGAN	COM	494550106	555	6950	SH	OTHER	6950	
MACERICH COMPANY	COM	554382101	1258	21582	SH	SOLE	21582	
MACERICH COMPANY	COM	554382101	669	11481	SH	OTHER	11481	
MACY'S	COM	55616P104	211	5400	SH	SOLE	5400	
MACY'S	COM	55616P104	14	350	SH	OTHER	350	
MARATHON OIL	COM	565849106	422	13776	SH	SOLE	13776	
MARATHON OIL	COM	565849106	33	1068	SH	DEFINED	1068	
MARATHON OIL	COM	565849106	86	2810	SH	OTHER	2810	
MASTERCARD INC	COM	57636Q104	798	1625	SH	SOLE	1625	
MASTERCARD INC	COM	57636Q104	1244	2532	SH	DEFINED	2532	
MASTERCARD INC	COM	57636Q104	50	102	SH	OTHER	102	
MCDONALDS CORP	COM	580135101	464	5258	SH	SOLE	5183	
						SOLE		75
MCDONALDS CORP	COM	580135101	135	1527	SH	DEFINED	1527	
MCDONALDS CORP	COM	580135101	65	741	SH	OTHER	741	
MEDTRONIC INC	COM	585055106	447	10902	SH	SOLE	10777	
						SOLE		125
MEDTRONIC INC	COM	585055106	583	14221	SH	DEFINED	14221	
MEDTRONIC INC	COM	585055106	24	576	SH	OTHER	576	
MERCK & CO	COM	58933Y105	637	15559	SH	SOLE	15504	
						SOLE		55
MERCK & CO	COM	58933Y105	711	17375	SH	DEFINED	17375	
MERCK & CO	COM	58933Y105	31	748	SH	OTHER	748	
METLIFE INC	COM	59156R108	718	21795	SH	SOLE	21760	
						SOLE		35
METLIFE INC	COM	59156R108	667	20237	SH	DEFINED	20237	
METLIFE INC	COM	59156R108	73	2225	SH	OTHER	2225	
MICROSOFT CORP	COM	594918104	806	30185	SH	SOLE	29910	
						SOLE		275
MICROSOFT CORP	COM	594918104	645	24156	SH	DEFINED	24156	
MICROSOFT CORP	COM	594918104	102	3816	SH	OTHER	3816	
MONDELEZ	COM	609207105	464	18221	SH	SOLE	18221	
MONDELEZ	COM	609207105	33	1297	SH	DEFINED	1297	
MONDELEZ	COM	609207105	115	4520	SH	OTHER	4520	
MONSANTO COMPANY	COM	61166W101	300	3173	SH	SOLE	3173	
MONSANTO COMPANY	COM	61166W101	8	85	SH	OTHER	85	
MOSAIC	COM	61945C103	185	3258	SH	SOLE	3258	
MOSAIC	COM	61945C103	460	8119	SH	DEFINED	8119	
MOSAIC	COM	61945C103	13	234	SH	OTHER	234	
NATIONAL OILWELL	COM	637071101	680	9954	SH	SOLE	9884	
						SOLE		70
NATIONAL OILWELL	COM	637071101	1067	15605	SH	DEFINED	15605	
NATIONAL OILWELL	COM	637071101	33	482	SH	OTHER	482	
NEW YORK COMMUNITY BANCORP INC	COM	649445103	241	18434	SH	SOLE	18434	
NEW YORK COMMUNITY BANCORP INC	COM	649445103	26	2021	SH	DEFINED	2021	
NEWLINK GENETICS	COM	651511107	153	12277	SH	OTHER	12277	
NEWS CORPORATION	COM	65248E104	441	17294	SH	SOLE	17294	
NORFOLK SOUTHERN CORP	COM	655844108	392	6334	SH	SOLE	6334	
NORFOLK SOUTHERN CORP	COM	655844108	32	512	SH	DEFINED	512	
NORFOLK SOUTHERN CORP	COM	655844108	89	1438	SH	OTHER	1438	
O'REILLY AUTOMOTIVE	COM	67103H107	263	2943	SH	SOLE	2943	
O'REILLY AUTOMOTIVE	COM	67103H107	437	4883	SH	DEFINED	4883	
O'REILLY AUTOMOTIVE	COM	67103H107	13	142	SH	OTHER	142	
ORACLE CORPORATION	COM	68389X105	168	5055	SH	SOLE	4730	
						SOLE		325
ORACLE CORPORATION	COM	68389X105	22	675	SH	DEFINED	675	
ORACLE CORPORATION	COM	68389X105	19	570	SH	OTHER	570	
PNC	COM	693475105	839	14389	SH	SOLE	14349	
						SOLE		40
PNC	COM	693475105	583	9998	SH	DEFINED	9998	
PNC	COM	693475105	94	1620	SH	OTHER	1620	
PPL CORPORATION	COM	69351T106	257	8969	SH	SOLE	8969	
PVH	COM	693656100	397	3579	SH	SOLE	3549	
						SOLE		30
PVH	COM	693656100	423	3810	SH	DEFINED	3810	

PVH	COM	693656100	19	175	SH	OTHER	175	
PEPSICO INC	COM	713448108	157	2294	SH	SOLE	2224	
						SOLE		70
PEPSICO INC	COM	713448108	109	1600	SH	DEFINED	1600	
PERRIGO COMPANY	COM	714290103	234	2253	SH	SOLE	2253	
PERRIGO COMPANY	COM	714290103	6	60	SH	OTHER	60	
PFIZER INC	COM	717081103	818	32630	SH	SOLE	32395	
						SOLE		235
PFIZER INC	COM	717081103	72	2882	SH	DEFINED	2882	
PFIZER INC	COM	717081103	120	4783	SH	OTHER	4783	
PHILIP MORRIS INTERNATIONAL	COM	718172109	1018	12177	SH	SOLE	12057	
						SOLE		120
PHILIP MORRIS INTERNATIONAL	COM	718172109	915	10942	SH	DEFINED	10942	
PHILIP MORRIS INTERNATIONAL	COM	718172109	88	1052	SH	OTHER	1052	
PROCTER & GAMBLE	COM	742718109	663	9773	SH	SOLE	9623	
						SOLE		150
PROCTER & GAMBLE	COM	742718109	162	2390	SH	DEFINED	2390	
PROCTER & GAMBLE	COM	742718109	70	1027	SH	OTHER	1027	
PRUDENTIAL FINANCIAL	COM	744320102	399	7476	SH	SOLE	7476	
PRUDENTIAL FINANCIAL	COM	744320102	556	10432	SH	DEFINED	10432	
PRUDENTIAL FINANCIAL	COM	744320102	29	536	SH	OTHER	536	
PUBLIC SERVICE ENTERPRISE GROUP	COM	744573106	305	9956	SH	SOLE	9956	
PUBLIC SERVICE ENTERPRISE GROUP	COM	744573106	31	998	SH	DEFINED	998	
PUBLIC SERVICE ENTERPRISE GROUP	COM	744573106	60	1954	SH	OTHER	1954	
QUALCOMM INC	COM	747525103	276	4464	SH	SOLE	4414	
						SOLE		50
QUALCOMM INC	COM	747525103	20	325	SH	DEFINED	325	
QUALCOMM INC	COM	747525103	8	125	SH	OTHER	125	
ROSS STORES INC.	COM	778296103	428	7908	SH	SOLE	7808	
						SOLE		100
ROSS STORES INC.	COM	778296103	730	13499	SH	DEFINED	13499	
ROSS STORES INC.	COM	778296103	25	460	SH	OTHER	460	
SCHLUMBERGER LTD	COM	806857108	269	3881	SH	SOLE	3836	
						SOLE		45
SCHLUMBERGER LTD	COM	806857108	55	800	SH	DEFINED	800	
SCHLUMBERGER LTD	COM	806857108	9	131	SH	OTHER	131	
SOMERSET TRUST	COM	835126103	2256	75200	SH	OTHER	75200	
STARBUCKS CORP	COM	855244109	203	3780	SH	SOLE	3780	
STARBUCKS CORP	COM	855244109	6	105	SH	OTHER	105	
STERICYCLE	COM	858912108	333	3566	SH	SOLE	3566	
STERICYCLE	COM	858912108	481	5159	SH	DEFINED	5159	
STERICYCLE	COM	858912108	32	346	SH	OTHER	346	
STIFEL	PRE	860630201	264	10000	SH	DEFINED	10000	
TAL INTERNATIONAL GROUP	COM	874083108	347	9525	SH	SOLE	9525	
TAL INTERNATIONAL GROUP	COM	874083108	564	15507	SH	DEFINED	15507	
TAL INTERNATIONAL GROUP	COM	874083108	22	601	SH	OTHER	601	
TAUBMAN CENTERS	COM	876664103	422	5360	SH	SOLE	5360	
THERMO	COM	883556102	746	11702	SH	SOLE	11652	
						SOLE		50
THERMO	COM	883556102	1086	17023	SH	DEFINED	17023	
THERMO	COM	883556102	42	663	SH	OTHER	663	
U S BANCORP	COM	902973304	881	27578	SH	SOLE	27433	
						SOLE		145
U S BANCORP	COM	902973304	958	29994	SH	DEFINED	29994	
U S BANCORP	COM	902973304	147	4600	SH	OTHER	4600	
UNION PACIFIC	COM	907818108	530	4218	SH	SOLE	4203	
						SOLE		15
UNION PACIFIC	COM	907818108	451	3584	SH	DEFINED	3584	
UNION PACIFIC	COM	907818108	44	350	SH	OTHER	350	
UNITED TECHNOLOGIES	COM	913017109	299	3650	SH	SOLE	3610	
						SOLE		40
UNITED TECHNOLOGIES	COM	913017109	428	5216	SH	DEFINED	5216	
UNITED TECHNOLOGIES	COM	913017109	18	217	SH	OTHER	217	
V F CORPORATION	COM	918204108	408	2705	SH	SOLE	2705	
V F CORPORATION	COM	918204108	26	175	SH	DEFINED	175	
V F CORPORATION	COM	918204108	44	290	SH	OTHER	290	
VERIZON	COM	92343V104	375	8663	SH	SOLE	8563	
						SOLE		100
VERIZON	COM	92343V104	69	1586	SH	DEFINED	1586	
VERIZON	COM	92343V104	117	2713	SH	OTHER	2713	
VISA	COM	92826C839	265	1750	SH	SOLE	1750	
VISA	COM	92826C839	10	66	SH	OTHER	66	
WAL-MART	COM	931142103	622	9122	SH	SOLE	9047	
						SOLE		75
WAL-MART	COM	931142103	833	12206	SH	DEFINED	12206	
WAL-MART	COM	931142103	90	1321	SH	OTHER	1321	
WALGREEN CO	COM	931422109	28	757	SH	SOLE	757	
WALGREEN CO	COM	931422109	26	700	SH	DEFINED	700	
WALGREEN CO	COM	931422109	520	14059	SH	OTHER	14059	
WELLS FARGO	COM	949746101	358	10479	SH	SOLE	10279	
						SOLE		200
WELLS FARGO	COM	949746101	51	1502	SH	DEFINED	1502	

WELLS FARGO	COM	949746101	95	2776	SH	OTHER	2776	
WILLIAMS COMPANIES INC	COM	969457100	422	12879	SH	SOLE	12749	
						SOLE		130
WILLIAMS COMPANIES INC	COM	969457100	656	20038	SH	DEFINED	20038	
WILLIAMS COMPANIES INC	COM	969457100	28	857	SH	OTHER	857	
JSC ARIZONA INC	COM	CS0000972	585	65918	SH	SOLE	65918	
BUNGE LIMITED	COM	G16962105	401	5515	SH	SOLE	5515	
BUNGE LIMITED	COM	G16962105	632	8689	SH	DEFINED	8689	
BUNGE LIMITED	COM	G16962105	30	409	SH	OTHER	409	
HAMMS DES MOINES COMPANY INC	COM	SU0020390	240	93	SH	SOLE	93	

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 13F  
FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 12/31/2012

Check here if Amendment  Amendment Number:  
This Amendment  is a restatement  
 adds new holding entries

Institutional Investment Manager Filing this Report:

Name: BANKERS TRUST OF PHOENIX  
Address: 2325 E CAMELBACK RD, STE 100  
PHOENIX, AZ 85016

13F File Number: 28-01949

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 that 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: JOHN LEPLEY  
Title: TRUST COMPLIANCE OFFICER  
Phone: 515 245 2459  
Signature, Place, and Date of Signing:

1 DES MOINES, IOWA 01/10/2013

Report Type (Check only one)  
 13F HOLDINGS REPORT  
 13F NOTICE  
 13F COMBINATION REPORT

I AM SIGNING THIS REPORT AS REQUIRED BY THE SECURITIES EXCHANGE ACT OF 1934

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0  
Form 13F Information Table Entry Total: 0  
Form 13F Information Table Value Total: \$ 0

List of Other Included Managers:

NONE

<C> <C>

FORM 13F INFORMATION TABLE									
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X \$1000)	SHARES/ PRN	SH/ AMOUNT	PUT/ CALL	INVSTMT DISCRTN	OTHER MANAGERS	VOTING AUTHORITY
								SOLE	SHARED NONE
AFLAC INC	COM	001055102	1189	22390	SH		SOLE	22310	
							SOLE		80
AFLAC INC	COM	001055102	605	11392	SH		DEFINED	11392	
AFLAC INC	COM	001055102	142	2668	SH		OTHER	2668	
AGCO	COM	001084102	314	6393	SH		SOLE	6311	

						SOLE		82
AGCO	COM	001084102	436	8882	SH	DEFINED	8882	
AGCO	COM	001084102	23	467	SH	OTHER	467	
AES	COM	00130H105	169	15820	SH	SOLE	15820	
AES	COM	00130H105	12	1110	SH	OTHER	1110	
AT&T INC	COM	00206R102	177	5252	SH	SOLE	5107	
						SOLE		145
AT&T INC	COM	00206R102	32	950	SH	DEFINED	950	
AT&T INC	COM	00206R102	94	2801	SH	OTHER	2801	
ABBOTT LABORATORIES	COM	002824100	1101	16816	SH	SOLE	16646	
						SOLE		170
ABBOTT LABORATORIES	COM	002824100	767	11704	SH	DEFINED	11704	
ABBOTT LABORATORIES	COM	002824100	121	1848	SH	OTHER	1848	
ALEXION PHARMACEUTICALS	COM	015351109	235	2512	SH	SOLE	2512	
ALEXION PHARMACEUTICALS	COM	015351109	9	94	SH	OTHER	94	
ALLERGAN	COM	018490102	254	2766	SH	SOLE	2766	
ALLERGAN	COM	018490102	7	79	SH	OTHER	79	
ALLIANCE DATA SYSTEMS	COM	018581108	558	3853	SH	SOLE	3853	
ALLIANCE DATA SYSTEMS	COM	018581108	901	6222	SH	DEFINED	6222	
ALLIANCE DATA SYSTEMS	COM	018581108	47	326	SH	OTHER	326	
ALLSTATE	COM	020002101	610	15187	SH	SOLE	15187	
ALLSTATE	COM	020002101	33	812	SH	DEFINED	812	
ALLSTATE	COM	020002101	81	2012	SH	OTHER	2012	
AMAZON.COM	COM	023135106	298	1187	SH	SOLE	1187	
AMAZON.COM	COM	023135106	9	36	SH	OTHER	36	
AMERICAN CAPITAL AGENCY	COM	02503X105	646	22336	SH	SOLE	22336	
AMERICAN CAPITAL AGENCY	COM	02503X105	626	21678	SH	DEFINED	21678	
AMERICAN CAPITAL AGENCY	COM	02503X105	78	2683	SH	OTHER	2683	
APPLE	COM	037833100	1338	2514	SH	SOLE	2499	
						SOLE		15
APPLE	COM	037833100	1371	2577	SH	DEFINED	2577	
APPLE	COM	037833100	61	115	SH	OTHER	115	
AUTOMATIC DATA PROCESSING	COM	053015103	542	9525	SH	SOLE	9475	
						SOLE		50
AUTOMATIC DATA PROCESSING	COM	053015103	37	647	SH	DEFINED	647	
AUTOMATIC DATA PROCESSING	COM	053015103	77	1345	SH	OTHER	1345	
BAXTER INTERNATIONAL	COM	071813109	158	2375	SH	SOLE	2375	
BAXTER INTERNATIONAL	COM	071813109	37	549	SH	DEFINED	549	
BAXTER INTERNATIONAL	COM	071813109	59	889	SH	OTHER	889	
BED BATH & BEYOND INC.	COM	075896100	300	5366	SH	SOLE	5366	
BED BATH & BEYOND INC.	COM	075896100	568	10168	SH	DEFINED	10168	
BED BATH & BEYOND INC.	COM	075896100	18	317	SH	OTHER	317	
BERKSHIRE HATHAWAY INC	COM	084670108	402	3	SH	OTHER	3	
BIOGEN	COM	09062X103	199	1358	SH	SOLE	1358	
BIOGEN	COM	09062X103	7	48	SH	OTHER	48	
BLACKROCK	COM	09247X101	629	3045	SH	SOLE	3045	
BLACKROCK	COM	09247X101	851	4119	SH	DEFINED	4119	
BLACKROCK	COM	09247X101	100	486	SH	OTHER	486	
BRISTOL-MYERS	COM	110122108	610	18726	SH	SOLE	18726	
BRISTOL-MYERS	COM	110122108	98	3009	SH	DEFINED	3009	
BRISTOL-MYERS	COM	110122108	81	2500	SH	OTHER	2500	
CF INDUSTRIES	COM	125269100	223	1099	SH	SOLE	1099	
CF INDUSTRIES	COM	125269100	16	78	SH	OTHER	78	
CME GROUP	COM	12572Q105	350	6910	SH	SOLE	6910	
CME GROUP	COM	12572Q105	575	11350	SH	DEFINED	11350	
CME GROUP	COM	12572Q105	24	478	SH	OTHER	478	
CVS CAREMARK	COM	126650100	704	14557	SH	SOLE	14442	
						SOLE		115
CVS CAREMARK	COM	126650100	1141	23591	SH	DEFINED	23591	
CVS CAREMARK	COM	126650100	32	653	SH	OTHER	653	
CAMERON INTERNATIONAL	COM	13342B105	912	16157	SH	SOLE	16092	
						SOLE		65
CAMERON INTERNATIONAL	COM	13342B105	1043	18469	SH	DEFINED	18469	
CAMERON INTERNATIONAL	COM	13342B105	39	683	SH	OTHER	683	
CATERPILLAR INC	COM	149123101	528	5894	SH	SOLE	5829	
						SOLE		65
CATERPILLAR INC	COM	149123101	445	4964	SH	DEFINED	4964	
CATERPILLAR INC	COM	149123101	31	345	SH	OTHER	345	
CELGENE	COM	151020104	723	9217	SH	SOLE	9172	
						SOLE		45
CELGENE	COM	151020104	1085	13824	SH	DEFINED	13824	
CELGENE	COM	151020104	41	520	SH	OTHER	520	
CHEMED	COM	16359R103	559	8150	SH	SOLE	8150	
CHEVRON	COM	166764100	1380	12759	SH	SOLE	12699	
						SOLE		60
CHEVRON	COM	166764100	556	5137	SH	DEFINED	5137	
CHEVRON	COM	166764100	275	2546	SH	OTHER	2546	
CITRIX SYSTEMS INC.	COM	177376100	213	3242	SH	SOLE	3242	
CITRIX SYSTEMS INC.	COM	177376100	8	125	SH	OTHER	125	
COCA-COLA COMPANY	COM	191216100	67	1854	SH	SOLE	1854	
COCA-COLA COMPANY	COM	191216100	494	13640	SH	OTHER	13640	
COGNIZANT	COM	192446102	1340	18142	SH	SOLE	18077	



						SOLE		65
COGNIZANT	COM	192446102	1639	22186	SH	DEFINED	22186	
COGNIZANT	COM	192446102	64	863	SH	OTHER	863	
COMCAST CORPORATION	COM	20030N101	966	25863	SH	SOLE	25713	
						SOLE		150
COMCAST CORPORATION	COM	20030N101	712	19055	SH	DEFINED	19055	
COMCAST CORPORATION	COM	20030N101	86	2301	SH	OTHER	2301	
CONOCOPHILLIPS	COM	20825C104	424	7312	SH	SOLE	7257	
						SOLE		55
CONOCOPHILLIPS	COM	20825C104	51	884	SH	DEFINED	884	
CONOCOPHILLIPS	COM	20825C104	202	3482	SH	OTHER	3482	
DAKOTA PLAINS	COM	234255107	1082	333042	SH	SOLE	333042	
DANAHER CORP	COM	235851102	388	6948	SH	SOLE	6948	
DANAHER CORP	COM	235851102	657	11750	SH	DEFINED	11750	
DANAHER CORP	COM	235851102	38	674	SH	OTHER	674	
DARLING	COM	237266101	482	30040	SH	SOLE	30040	
DEERE & CO	COM	244199105	678	7840	SH	SOLE	7840	
DEERE & CO	COM	244199105	309	3572	SH	DEFINED	3572	
DEERE & CO	COM	244199105	139	1609	SH	OTHER	1609	
WALT DISNEY	COM	254687106	582	11697	SH	SOLE	11632	
						SOLE		65
WALT DISNEY	COM	254687106	665	13360	SH	DEFINED	13360	
WALT DISNEY	COM	254687106	46	928	SH	OTHER	928	
DISCOVER FINANCIAL	COM	254709108	201	5215	SH	SOLE	5215	
DISCOVER FINANCIAL	COM	254709108	14	360	SH	OTHER	360	
DIRECTV	COM	25490A309	652	12993	SH	SOLE	12993	
DIRECTV	COM	25490A309	1088	21686	SH	DEFINED	21686	
DIRECTV	COM	25490A309	40	804	SH	OTHER	804	
DU PONT DE NEMOURS & CO	COM	263534109	535	11897	SH	SOLE	11852	
						SOLE		45
DU PONT DE NEMOURS & CO	COM	263534109	52	1152	SH	DEFINED	1152	
DU PONT DE NEMOURS & CO	COM	263534109	135	3005	SH	OTHER	3005	
EMC CORPORATION	COM	268648102	1087	42951	SH	SOLE	42901	
						SOLE		50
EMC CORPORATION	COM	268648102	1288	50898	SH	DEFINED	50898	
EMC CORPORATION	COM	268648102	47	1857	SH	OTHER	1857	
EBAY INC	COM	278642103	277	5430	SH	SOLE	5430	
EBAY INC	COM	278642103	15	290	SH	OTHER	290	
EMERSON ELECTRIC	COM	291011104	380	7182	SH	SOLE	7117	
						SOLE		65
EMERSON ELECTRIC	COM	291011104	580	10951	SH	DEFINED	10951	
EMERSON ELECTRIC	COM	291011104	21	389	SH	OTHER	389	
ENTERGY CORP	COM	29364G103	461	7229	SH	SOLE	7214	
						SOLE		15
ENTERGY CORP	COM	29364G103	39	617	SH	DEFINED	617	
ENTERGY CORP	COM	29364G103	92	1438	SH	OTHER	1438	
EXPRESS SCRIPTS	COM	30219G108	729	13504	SH	SOLE	13444	
						SOLE		60
EXPRESS SCRIPTS	COM	30219G108	818	15152	SH	DEFINED	15152	
EXPRESS SCRIPTS	COM	30219G108	38	708	SH	OTHER	708	
EXXON MOBIL	COM	30231G102	2243	25916	SH	SOLE	25766	
						SOLE		150
EXXON MOBIL	COM	30231G102	1186	13708	SH	DEFINED	13708	
EXXON MOBIL	COM	30231G102	271	3128	SH	OTHER	3128	
FISERV INC	COM	337738108	639	8090	SH	SOLE	8050	
						SOLE		40
FISERV INC	COM	337738108	923	11685	SH	DEFINED	11685	
FISERV INC	COM	337738108	33	418	SH	OTHER	418	
FRANKLIN RESOURCES INC	COM	354613101	289	2302	SH	SOLE	2292	
						SOLE		10
FRANKLIN RESOURCES INC	COM	354613101	614	4886	SH	DEFINED	4886	
FRANKLIN RESOURCES INC	COM	354613101	77	610	SH	OTHER	610	
GENERAL DYNAMICS CORP	COM	369550108	413	5964	SH	SOLE	5949	
						SOLE		15
GENERAL DYNAMICS CORP	COM	369550108	27	396	SH	DEFINED	396	
GENERAL DYNAMICS CORP	COM	369550108	50	721	SH	OTHER	721	
GENERAL ELECTRIC CO.	COM	369604103	791	37708	SH	SOLE	37223	
						SOLE		485
GENERAL ELECTRIC CO.	COM	369604103	50	2377	SH	DEFINED	2377	
GENERAL ELECTRIC CO.	COM	369604103	210	10010	SH	OTHER	10010	
GLAXOSMITHKLINE	FOR	37733W105	497	11435	SH	SOLE	11435	
GLAXOSMITHKLINE	FOR	37733W105	632	14532	SH	DEFINED	14532	
GLAXOSMITHKLINE	FOR	37733W105	21	478	SH	OTHER	478	
GOOGLE INC	COM	38259P508	543	767	SH	SOLE	767	
GOOGLE INC	COM	38259P508	881	1245	SH	DEFINED	1245	
GOOGLE INC	COM	38259P508	36	51	SH	OTHER	51	
HARMONIC INC	COM	413160102	45	8970	SH	SOLE	8970	
HARMONIC INC	COM	413160102	6	1213	SH	DEFINED	1213	
HARMONIC INC	COM	413160102	3	500	SH	OTHER	500	
HOME DEPOT INC	COM	437076102	576	9318	SH	SOLE	9318	
HOME DEPOT INC	COM	437076102	29	475	SH	DEFINED	475	
HOME DEPOT INC	COM	437076102	57	927	SH	OTHER	927	

HUBBELL REALTY COMPANY	COM	443910104	497	8275	SH	SOLE	8275	
HUBBELL REALTY COMPANY	COM	443910104	1115	18575	SH	OTHER	18575	
ING GROEP NV	FOR	456837103	946	99663	SH	SOLE	99663	
ING GROEP NV	FOR	456837103	3756	395787	SH	DEFINED	395787	
ING GROEP NV	FOR	456837103	5905	622266	SH	OTHER	595610	
						OTHER		26656
ING GROEP NV	PRE	456837806	256	10000	SH	OTHER	10000	
INTEL CORP	COM	458140100	764	37042	SH	SOLE	36892	
						SOLE		150
INTEL CORP	COM	458140100	529	25652	SH	DEFINED	25652	
INTEL CORP	COM	458140100	75	3621	SH	OTHER	3621	
INTERNATIONAL BUSINESS MACHINES	COM	459200101	1267	6614	SH	SOLE	6564	
						SOLE		50
INTERNATIONAL BUSINESS MACHINES	COM	459200101	1074	5608	SH	DEFINED	5608	
INTERNATIONAL BUSINESS MACHINES	COM	459200101	278	1450	SH	OTHER	1450	
ISHARES	MUT	464287507	379	3730	SH	SOLE	3730	
ISHARES	MUT	464287507	80	785	SH	DEFINED	785	
ISHARES	MUT	464287507	138	1355	SH	OTHER	1355	
JP MORGAN	COM	46625H100	1314	29881	SH	SOLE	29731	
						SOLE		150
JP MORGAN	COM	46625H100	749	17026	SH	DEFINED	17026	
JP MORGAN	COM	46625H100	132	3008	SH	OTHER	3008	
JOHNSON & JOHNSON	COM	478160104	819	11684	SH	SOLE	11539	
						SOLE		145
JOHNSON & JOHNSON	COM	478160104	124	1762	SH	DEFINED	1762	
JOHNSON & JOHNSON	COM	478160104	96	1373	SH	OTHER	1373	
KINDER MORGAN	COM	494550106	555	6950	SH	OTHER	6950	
MACERICH COMPANY	COM	554382101	1258	21582	SH	SOLE	21582	
MACERICH COMPANY	COM	554382101	669	11481	SH	OTHER	11481	
MACY'S	COM	55616P104	211	5400	SH	SOLE	5400	
MACY'S	COM	55616P104	14	350	SH	OTHER	350	
MARATHON OIL	COM	565849106	422	13776	SH	SOLE	13776	
MARATHON OIL	COM	565849106	33	1068	SH	DEFINED	1068	
MARATHON OIL	COM	565849106	86	2810	SH	OTHER	2810	
MASTERCARD INC	COM	57636Q104	798	1625	SH	SOLE	1625	
MASTERCARD INC	COM	57636Q104	1244	2532	SH	DEFINED	2532	
MASTERCARD INC	COM	57636Q104	50	102	SH	OTHER	102	
MCDONALDS CORP	COM	580135101	464	5258	SH	SOLE	5183	
						SOLE		75
MCDONALDS CORP	COM	580135101	135	1527	SH	DEFINED	1527	
MCDONALDS CORP	COM	580135101	65	741	SH	OTHER	741	
MEDTRONIC INC	COM	585055106	447	10902	SH	SOLE	10777	
						SOLE		125
MEDTRONIC INC	COM	585055106	583	14221	SH	DEFINED	14221	
MEDTRONIC INC	COM	585055106	24	576	SH	OTHER	576	
MERCK & CO	COM	58933Y105	637	15559	SH	SOLE	15504	
						SOLE		55
MERCK & CO	COM	58933Y105	711	17375	SH	DEFINED	17375	
MERCK & CO	COM	58933Y105	31	748	SH	OTHER	748	
METLIFE INC	COM	59156R108	718	21795	SH	SOLE	21760	
						SOLE		35
METLIFE INC	COM	59156R108	667	20237	SH	DEFINED	20237	
METLIFE INC	COM	59156R108	73	2225	SH	OTHER	2225	
MICROSOFT CORP	COM	594918104	806	30185	SH	SOLE	29910	
						SOLE		275
MICROSOFT CORP	COM	594918104	645	24156	SH	DEFINED	24156	
MICROSOFT CORP	COM	594918104	102	3816	SH	OTHER	3816	
MONDELEZ	COM	609207105	464	18221	SH	SOLE	18221	
MONDELEZ	COM	609207105	33	1297	SH	DEFINED	1297	
MONDELEZ	COM	609207105	115	4520	SH	OTHER	4520	
MONSANTO COMPANY	COM	61166W101	300	3173	SH	SOLE	3173	
MONSANTO COMPANY	COM	61166W101	8	85	SH	OTHER	85	
MOSAIC	COM	61945C103	185	3258	SH	SOLE	3258	
MOSAIC	COM	61945C103	460	8119	SH	DEFINED	8119	
MOSAIC	COM	61945C103	13	234	SH	OTHER	234	
NATIONAL OILWELL	COM	637071101	680	9954	SH	SOLE	9884	
						SOLE		70
NATIONAL OILWELL	COM	637071101	1067	15605	SH	DEFINED	15605	
NATIONAL OILWELL	COM	637071101	33	482	SH	OTHER	482	
NEW YORK COMMUNITY BANCORP INC	COM	649445103	241	18434	SH	SOLE	18434	
NEW YORK COMMUNITY BANCORP INC	COM	649445103	26	2021	SH	DEFINED	2021	
NEWLINK GENETICS	COM	651511107	153	12277	SH	OTHER	12277	
NEWS CORPORATION	COM	65248E104	441	17294	SH	SOLE	17294	
NORFOLK SOUTHERN CORP	COM	655844108	392	6334	SH	SOLE	6334	
NORFOLK SOUTHERN CORP	COM	655844108	32	512	SH	DEFINED	512	
NORFOLK SOUTHERN CORP	COM	655844108	89	1438	SH	OTHER	1438	
O'REILLY AUTOMOTIVE	COM	67103H107	263	2943	SH	SOLE	2943	
O'REILLY AUTOMOTIVE	COM	67103H107	437	4883	SH	DEFINED	4883	
O'REILLY AUTOMOTIVE	COM	67103H107	13	142	SH	OTHER	142	
ORACLE CORPORATION	COM	68389X105	168	5055	SH	SOLE	4730	
						SOLE		325
ORACLE CORPORATION	COM	68389X105	22	675	SH	DEFINED	675	

ORACLE CORPORATION	COM	68389X105	19	570	SH	OTHER	570	
PNC	COM	693475105	839	14389	SH	SOLE	14349	
						SOLE		40
PNC	COM	693475105	583	9998	SH	DEFINED	9998	
PNC	COM	693475105	94	1620	SH	OTHER	1620	
PPL CORPORATION	COM	69351T106	257	8969	SH	SOLE	8969	
PVH	COM	693656100	397	3579	SH	SOLE	3549	
						SOLE		30
PVH	COM	693656100	423	3810	SH	DEFINED	3810	
PVH	COM	693656100	19	175	SH	OTHER	175	
PEPSICO INC	COM	713448108	157	2294	SH	SOLE	2224	
						SOLE		70
PEPSICO INC	COM	713448108	109	1600	SH	DEFINED	1600	
PERRIGO COMPANY	COM	714290103	234	2253	SH	SOLE	2253	
PERRIGO COMPANY	COM	714290103	6	60	SH	OTHER	60	
PFIZER INC	COM	717081103	818	32630	SH	SOLE	32395	
						SOLE		235
PFIZER INC	COM	717081103	72	2882	SH	DEFINED	2882	
PFIZER INC	COM	717081103	120	4783	SH	OTHER	4783	
PHILIP MORRIS INTERNATIONAL	COM	718172109	1018	12177	SH	SOLE	12057	
						SOLE		120
PHILIP MORRIS INTERNATIONAL	COM	718172109	915	10942	SH	DEFINED	10942	
PHILIP MORRIS INTERNATIONAL	COM	718172109	88	1052	SH	OTHER	1052	
PROCTER & GAMBLE	COM	742718109	663	9773	SH	SOLE	9623	
						SOLE		150
PROCTER & GAMBLE	COM	742718109	162	2390	SH	DEFINED	2390	
PROCTER & GAMBLE	COM	742718109	70	1027	SH	OTHER	1027	
PRUDENTIAL FINANCIAL	COM	744320102	399	7476	SH	SOLE	7476	
PRUDENTIAL FINANCIAL	COM	744320102	556	10432	SH	DEFINED	10432	
PRUDENTIAL FINANCIAL	COM	744320102	29	536	SH	OTHER	536	
PUBLIC SERVICE ENTERPRISE GROUP	COM	744573106	305	9956	SH	SOLE	9956	
PUBLIC SERVICE ENTERPRISE GROUP	COM	744573106	31	998	SH	DEFINED	998	
PUBLIC SERVICE ENTERPRISE GROUP	COM	744573106	60	1954	SH	OTHER	1954	
QUALCOMM INC	COM	747525103	276	4464	SH	SOLE	4414	
						SOLE		50
QUALCOMM INC	COM	747525103	20	325	SH	DEFINED	325	
QUALCOMM INC	COM	747525103	8	125	SH	OTHER	125	
ROSS STORES INC.	COM	778296103	428	7908	SH	SOLE	7808	
						SOLE		100
ROSS STORES INC.	COM	778296103	730	13499	SH	DEFINED	13499	
ROSS STORES INC.	COM	778296103	25	460	SH	OTHER	460	
SCHLUMBERGER LTD	COM	806857108	269	3881	SH	SOLE	3836	
						SOLE		45
SCHLUMBERGER LTD	COM	806857108	55	800	SH	DEFINED	800	
SCHLUMBERGER LTD	COM	806857108	9	131	SH	OTHER	131	
SOMERSET TRUST	COM	835126103	2256	75200	SH	OTHER	75200	
STARBUCKS CORP	COM	855244109	203	3780	SH	SOLE	3780	
STARBUCKS CORP	COM	855244109	6	105	SH	OTHER	105	
STERICYCLE	COM	858912108	333	3566	SH	SOLE	3566	
STERICYCLE	COM	858912108	481	5159	SH	DEFINED	5159	
STERICYCLE	COM	858912108	32	346	SH	OTHER	346	
STIFEL	PRE	860630201	264	10000	SH	DEFINED	10000	
TAL INTERNATIONAL GROUP	COM	874083108	347	9525	SH	SOLE	9525	
TAL INTERNATIONAL GROUP	COM	874083108	564	15507	SH	DEFINED	15507	
TAL INTERNATIONAL GROUP	COM	874083108	22	601	SH	OTHER	601	
TAUBMAN CENTERS	COM	876664103	422	5360	SH	SOLE	5360	
THERMO	COM	883556102	746	11702	SH	SOLE	11652	
						SOLE		50
THERMO	COM	883556102	1086	17023	SH	DEFINED	17023	
THERMO	COM	883556102	42	663	SH	OTHER	663	
U S BANCORP	COM	902973304	881	27578	SH	SOLE	27433	
						SOLE		145
U S BANCORP	COM	902973304	958	29994	SH	DEFINED	29994	
U S BANCORP	COM	902973304	147	4600	SH	OTHER	4600	
UNION PACIFIC	COM	907818108	530	4218	SH	SOLE	4203	
						SOLE		15
UNION PACIFIC	COM	907818108	451	3584	SH	DEFINED	3584	
UNION PACIFIC	COM	907818108	44	350	SH	OTHER	350	
UNITED TECHNOLOGIES	COM	913017109	299	3650	SH	SOLE	3610	
						SOLE		40
UNITED TECHNOLOGIES	COM	913017109	428	5216	SH	DEFINED	5216	
UNITED TECHNOLOGIES	COM	913017109	18	217	SH	OTHER	217	
V F CORPORATION	COM	918204108	408	2705	SH	SOLE	2705	
V F CORPORATION	COM	918204108	26	175	SH	DEFINED	175	
V F CORPORATION	COM	918204108	44	290	SH	OTHER	290	
VERIZON	COM	92343V104	375	8663	SH	SOLE	8563	
						SOLE		100
VERIZON	COM	92343V104	69	1586	SH	DEFINED	1586	
VERIZON	COM	92343V104	117	2713	SH	OTHER	2713	
VISA	COM	92826C839	265	1750	SH	SOLE	1750	
VISA	COM	92826C839	10	66	SH	OTHER	66	
WAL-MART	COM	931142103	622	9122	SH	SOLE	9047	

WAL-MART	COM	931142103	833	12206 SH	SOLE		75
WAL-MART	COM	931142103	90	1321 SH	DEFINED	12206	
WALGREEN CO	COM	931422109	28	757 SH	OTHER	1321	
WALGREEN CO	COM	931422109	26	700 SH	SOLE	757	
WALGREEN CO	COM	931422109	520	14059 SH	DEFINED	700	
WELLS FARGO	COM	949746101	358	10479 SH	OTHER	14059	
					SOLE	10279	200
WELLS FARGO	COM	949746101	51	1502 SH	DEFINED	1502	
WELLS FARGO	COM	949746101	95	2776 SH	OTHER	2776	
WILLIAMS COMPANIES INC	COM	969457100	422	12879 SH	SOLE	12749	
					SOLE		130
WILLIAMS COMPANIES INC	COM	969457100	656	20038 SH	DEFINED	20038	
WILLIAMS COMPANIES INC	COM	969457100	28	857 SH	OTHER	857	
JSC ARIZONA INC	COM	CS0000972	585	65918 SH	SOLE	65918	
BUNGE LIMITED	COM	G16962105	401	5515 SH	SOLE	5515	
BUNGE LIMITED	COM	G16962105	632	8689 SH	DEFINED	8689	
BUNGE LIMITED	COM	G16962105	30	409 SH	OTHER	409	
HAMMS DES MOINES COMPANY INC	COM	SU0020390	240	93 SH	SOLE	93	

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