Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning , and ending

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Name of foundation: The Kneisel Foundation, Inc

A Employer identification number: 04-3136120

Number and street (or P O box number if mail is not delivered to street address): Glovsky & Glovsky, 8 Washington Street

Room/suite:

B Telephone number (see page 10 of the instructions): (978) 922-5000

City or town, state, and ZIP code: Beverly MA 01915

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 3,845,014

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	0			
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	0	0		
	4	Dividends and interest from securities	131,168	131,168		
	5 a	Gross rents				
	b	Net rental income or (loss)				
	6 a	Net gain or (loss) from sale of assets not on line 10	96,798			
	b	Gross sales price for all assets on line 6a 1,782,147				
	7	Capital gain net income (from Part IV, line 2)		96,798		
	8	Net short-term capital gain				
	9	Income modifications				
	10 a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule) TAX REFUND	5,852	300		
	12	**Total.** Add lines 1 through 11	233,818	228,266	--------	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16 a	Legal fees (attach schedule)	584	0		
	b	Accounting fees (attach schedule)	8,200	0		
	c	Other professional fees (attach schedule) ADVISORY FEES	39,967	39,967		
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) 4940 TAX/ETC	7,007	1,455		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications FILING/BANK FEE				
	23	Other expenses (attach schedule) BROK. FEE	35	0		0
	24	**Total operating and administrative expenses.** Add lines 13 through 23 NON-DED EXP	55,793	41,422	------	
	25	Contributions, gifts, grants paid	221,300			221,300
	26	**Total expenses and disbursements.** Add lines 24 and 25	277,093	41,422	------	221,300
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-43,275			
	b	**Net investment income** (if negative, enter -0-)		186,844		
	c	**Adjusted net income** (if negative, enter -0-)			------	

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Part II	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	9,007	9,239	9,239
	2 Savings and temporary cash investments	140,396	528,937	528,937
	3 Accounts receivable ▶ PROCEEDS/INTEREST/DIVS RECEIVABLE			
	Less allowance for doubtful accounts ▶	32	0	0
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges (INTEREST)	0	0	0
	10 a Investments—U S and state government obligations (attach schedule)	104,972	105,728	120,273
	b Investments—corporate stock (attach schedule)	2,215,579	2,212,102	2,666,277
	c Investments—corporate bonds (attach schedule)	889,927	436,400	520,288
	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	3,359,913	3,292,406	3,845,014
Liabilities	17 Accounts payable and accrued expenses	0	0	
	18 Grants payable	4,350	5,000	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	4,350	5,000	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	1,305	1,305	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	153,935	153,935	
	29 Retained earnings, accumulated income, endowment, or other funds	3,200,323	3,132,166	
	30 Total net assets or fund balances (see page 17 of the instructions)	3,355,563	3,287,406	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	3,359,913	3,292,406	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,355,563
2	Enter amount from Part I, line 27a	2	-43,275
3	Other increases not included in line 2 (itemize) ▶ PRIOR YEAR ADJUSTMENT	3	0
4	Add lines 1, 2, and 3	4	3,312,288
5	Decreases not included in line 2 (itemize) ▶ PRIOR YEAR ADJUSTMENT	5	24,882
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,287,406

Part IV . Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE ATTACHED SCHEDULE - SHORT TERM	P	VAR.	VAR.
b	SEE ATTACHED SCHEDULE - LONG TERM	P	VAR.	VAR.
c	LIQUIDATING DISTRIBUTIONS - LONG TERM	P	VAR	9/23/2010
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	536,996		493,055	43,941
b	1,239,315		1,192,294	47,021
c	5,836		0	5,836
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				43,941
b				47,021
c				5,836
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } **2** 96,798

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8 . **3** ------

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	211,710	3,339,605	0.063394
2008	231,415	4,122,408	0 056136
2007	237,900	4,906,546	0.048486
2006	248,175	4,457,568	0.055675
2005	183,689	4,231,597	0.043409

2	**Total** of line 1, column (d)	2	0.267100
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.053420
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	3,698,809
5	Multiply line 4 by line 3	5	197,590
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,868
7	Add lines 5 and 6	7	199,458
8	Enter qualifying distributions from Part XII, line 4	8	221,300

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1 a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________________ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	1,868
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	1,868
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	1,868
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 5,552		
b	Exempt foreign organizations—tax withheld at source — 6b: -------		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 0		
d	Backup withholding erroneously withheld — 6d: -------		
7	Total credits and payments Add lines 6a through 6d	7	5,552
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	-------
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	0
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	3,684
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 3,684 **Refunded** ▶	11	-------

Part VII-A Statements Regarding Activities

			Yes	No
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV.*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ MASSACHUSETTS			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶

14 The books are in care of ▶ ANTHONY P FUSCO, ESQ. Telephone no ▶ (978) 922-5000
Located at ▶ 8 WASHINGTON STREET, BEVERLY, MA ZIP+4 ▶ 01915

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 20_____, 20_____, 20_____, 20_____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 22 of the instructions)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20_____, 20_____, 20_____, 20_____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?		5b	N/A
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? *If "Yes," attach the statement required by Regulations section 53 4945–5(d)*	☐ Yes ☐ No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? *If "Yes" to 6b, file Form 8870*		6b	X (No)
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE ATTACHED SCHEDULE	VARIOUS	0	0	0
SEE ATTACHED SCHEDULE	VARIOUS	0	0	0
SEE ATTACHED SCHEDULE	VARIOUS	0	0	0
SEE ATTACHED SCHEDULE	VARIOUS	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over $50,000 ▶				NONE

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		NONE

Part IX-A Summary of Direct Charitable Activities N/A

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions) N/A

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3 ▶	

Part X **Minimum Investment Return** (All domestic foundations must complete this part Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:		
a	Average monthly fair market value of securities	1a	3,740,338
b	Average of monthly cash balances	1b	14,798
c	Fair market value of all other assets (see page 25 of the instructions)	1c	------
d	**Total** (add lines 1a, b, and c)	1d	3,755,136
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	------
3	Subtract line 2 from line 1d	3	3,755,136
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	56,327
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,698,809
6	**Minimum investment return.** Enter 5% of line 5	6	184,940

Part XI **Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	184,940
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 1,868		
b	Income tax for 2010 (This does not include the tax from Part VI) — 2b: -------		
c	Add lines 2a and 2b	2c	1,868
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	183,072
4	Recoveries of amounts treated as qualifying distributions	4	--------
5	Add lines 3 and 4	5	183,072
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	183,072

Part XII **Qualifying Distributions** (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes.		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	221,300
b	Program-related investments—total from Part IX-B	1b	--------
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	-------
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	-------
b	Cash distribution test (attach the required schedule)	3b	--------
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	221,300
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	221,300

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7					183,072
2 Undistributed income, if any, as of the end of 2010					
a Enter amount for 2009 only				0	
b Total for prior years 20____, 20____, 20____			0		
3 Excess distributions carryover, if any, to 2010					
a From 2005	0				
b From 2006	21,671				
c From 2007	3,232				
d From 2008	25,700				
e From 2009	44,196				
f **Total** of lines 3a through e		94,799			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 221,300					
a Applied to 2009, but not more than line 2a				0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)			0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)		0			
d Applied to 2010 distributable amount					183,072
e Remaining amount distributed out of corpus		38,228			
5 Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a))*		0			0
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		133,027			
b Prior years' undistributed income Subtract line 4b from line 2b			0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0		
d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions			0		
e Undistributed income for 2009 Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions				0	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)		0			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)		0			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a		133,027			
10 Analysis of line 9					
a Excess from 2006	21,671				
b Excess from 2007	3,232				
c Excess from 2008	25,700				
d Excess from 2009	44,196				
e Excess from 2010	38,228				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling . . . ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon.					
a "Assets" alternative test—enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

WILLIAM J. KNEISEL / ANNE H. KNEISEL

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed.

b The form in which applications should be submitted and information and materials they should include

c Any submission deadlines

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED SCHEDULE	NONE	EXEMPT	CHARITABLE	221,300
Total . . . . ▶ 3a				221,300
b *Approved for future payment*				
Total . . . . ▶ 3b				NONE

Part XVI-A Analysis of Income-Producing Activities N/A

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)					

13 Total. Add line 12, columns (b), (d), and (e) . . 13 ______

(See worksheet in line 13 instructions on page 29 to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes N/A

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

W J Kneisel — Signature of officer or trustee | 11.14.11 — Date | PRESIDENT — Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☑ if self-employed	PTIN
Jeffrey L. Newhouse	[signature]	11/10/11		P00296489
Firm's name ▶ 771 West 13th Street			Firm's EIN ▶	
Firm's address ▶ Tulsa, OK 74127			Phone no	

Client Statement

For the period 12/01/2010 to 12/31/2010

Form 990PF - 2010
EIN: 04-313620
Part II - Lines a, b, c

NEUBERGER | BERMAN

KNEISEL FOUNDATION INC

JPMCC Account: 541-23404 017
Base Currency: USD
NB Account Number: 550-44246

Positions In Your Account

Quantity	Description	Ticker/Cusip	Purchase Date	Average (1)(4)(9) Unit Cost	Total (1)(4)(9) Cost	Price	Mkt. Value	% Portfolio (12)	Annual (6) Income	(10) Yield
EQUITIES										
1,550	ALLEGHENY TECHNOLOGIES INC		07/28/2010	48 3684	74,955.52		85,529.00			
925	ALLEGHENY TECHNOLOGIES INC		08/12/2010	44.0830	40,776 78		51,041.50			
2,475	**POSITION TOTAL**	ATI		46.7605	115,732.30	55.1800	136,570 50	3 56	1,782.00	1 30
3,150	***AMDOCS LIMITED		12/30/2005	27 4580	86,492 70		86,530 50			
1,250	***AMDOCS LIMITED		07/28/2008	29 9179	37,397.38		34,337 50			
825	***AMDOCS LIMITED		06/01/2009	22.2262	18,336.62		22,662 75			
5,225	**POSITION TOTAL**	DOX		27 2204	142,226 70	27 4700	143,530 75	3 74	0 00	0 00
9,525	APPLIED MATERIALS INC	AMAT	03/19/2010	12.4719	118,794 85	14 0500	133,826 25	3 49	2,667 00	1 99
2,675	CISCO SYSTEMS INC	CSCO	02/05/2009	16 2398	43,441.47	20 2300	54,115 25	1.41	0 00	0 00
8,000	CORNING INC	GLW	09/15/2009	15.7120	125,696.00	19.3200	154,560.00	4 03	1,600.00	1.04
6,400	COVANTA HOLDING CORPORATION	CVA	12/14/2009	17 2725	110,544 00	17.1900	110,016.00	2 87	0.00	0.00
800	***COVIDIEN PLC		05/01/2009	32.4809	25,984 72		36,528.00			
825	***COVIDIEN PLC		06/11/2009	36.1292	29,806.59		37,669.50			
925	***COVIDIEN PLC		05/27/2010	42.3909	39,211.55		42,235.50			
2,550	**POSITION TOTAL**	COV		37.2560	95,002.86	45.6600	116,433.00	3.04	2,040.00	1.75
5,000	EBAY INC	EBAY	02/04/2010	22.6975	113,487.50	27.8300	139,150.00	3.63	0.00	0.00

NBS01R1(2W) (05-09)

035602 NEUB 000000 020655

Client Statement

For the period 12/01/2010 to 12/31/2010

KNEISEL FOUNDATION INC

NEUBERGER BERMAN

JPMCC Account: 541-23404 017
Base Currency: USD
NB Account Number: 550-44246

Positions In Your Account

Quantity	Description	Ticker/Cusip	Purchase Date	Average (1)(4)(9) Unit Cost	Total (1)(4)(9) Cost	Price	Mkt Value	% Portfolio (12)	Annual (6) Income	Yield (10)
EQUITIES (Continued)										
2,300	EMC CORP-MASS	EMC	05/11/2006	13.0373	29,985 79	22.9000	52,670 00	1 37	0 00	0 00
1,200	EOG RES INC	EOG	11/04/2004	33 4664	40,219 62	91 4100	109,692 00	2 86	744 00	0 68
1,200	FREEPORT MCMORAN COPPER & GOLD INC	FCX	10/27/2010	95.4178	114,501 34	120.0900	144,108 00	3 76	2,400 00	1 67
2,100	GILEAD SCIENCES INC		09/22/2009	46 1015	96,813 15		76,104 00			
550	GILEAD SCIENCES INC		04/20/2010	45 7445	25,159 48		19,932 00			
2,650	POSITION TOTAL	GILD		46 0274	121,972 63	36 2400	96,036 00	2 50	0.00	0 00
4,825	**ITAU UNIBANCO BANCO HOLDING S A SPONSORED ADR REPSTG 500 PFD		03/25/2010	20.5976	99,383 42		115,848 25			
1,350	**ITAU UNIBANCO BANCO HOLDING S A SPONSORED ADR REPSTG 500 PFD		05/19/2010	17 9233	24,196 46		32,413 50			
1,025	**ITAU UNIBANCO BANCO HOLDING S A SPONSORED ADR REPSTG 500 PFD		05/26/2010	17 6629	18,104 47		24,610 25			
7,200	POSITION TOTAL	ITUB		19 6784	141,684 35	24 0100	172,872 00	4 51	590 40	0.34
2,400	ITT CORPORATION	ITT	01/17/2008	58.5700	140,568 00	52 1100	125,064.00	3 26	2,400 00	1 92
2,900	METLIFE INC		10/05/2010	39.5981	114,834 55		128,876 00			
525	METLIFE INC		11/30/2010	37.8182	19,854 56		23,331.00			
3,425	POSITION TOTAL	MET		39 3253	134,689 11	44.4400	152,207.00	3.97	685.00	0.45
2,050	NALCO HOLDING COMPANY		10/05/2005	15.2360	31,438 80		65,477 00			
1,800	NALCO HOLDING COMPANY		07/17/2007	25.5440	45,979 20		57,492.00			
3,850	POSITION TOTAL	NLC		20.0553	77,418.00	31.9400	122,969.00	3.21	589 00	0.44
1,425	OCCIDENTAL PETE CORP	OXY	09/11/2009	77.4562	110,375.04	98.1000	139,792.50	3.64	2,166.00	1.55
2,300	PETSMART INC	PETM	04/09/2009	22.7968	52,432.64	39.8200	91,586.00	2.39	1,150.00	1.26

KNEISEL FOUNDATION INC

JPMCC Account: 541-23404 017
Base Currency: USD
NB Account Number: 550-44246

Positions In Your Account

Quantity	Description	Ticker/Cusip	Purchase Date	Average Unit Cost [1][4][9]	Total Cost [1][4][9]	Price	Mkt. Value	% Portfolio [12]	Annual Income [6]	Yield [10]
EQUITIES (Continued)										
2,725	REINSURANCE GROUP OF AMERICA INCORPORATED	RGA	05/20/2009	35.5333	96,828 24	53 7100	146,359 75	3.82	4,308 00	0 89
3,100	***TELVENT GIT SA	TLVT	10/01/2010	23 8311	73,876 35	26 4200	81,902.00	2 14	0.00	0.00
3,125	***THOMSON REUTERS CORPORATION	TRI	03/18/2009	21.8607	68,314 71	37 2700	116,468 75	3 04	3,625.00	3 11
2,850	VCA ANTECH INC		02/06/2008	31.9334	91,010 19		66,376 50			
2,575	VCA ANTECH INC		07/26/2010	20.6992	53,300.44		59,971.75			
5,425	POSITION TOTAL	WOOF		26.6010	144,310 63	23 2900	126,348 25	3 29	0.00	0 00
TOTAL EQUITIES					2,212,102.13		2,666,277.00	69.53	23,696.40	0.89
CORPORATE BONDS										
125,000	AMERICAN EXPRESS BK FSB MEDIUM TERM NTS DATED DATE 04/16/08 DUE 04/16/2013 5 500% AO 16	02580ECN1	11/03/2008	83 0170	103,771 25	107 9000	134,875 00	3.52	6,875 00	1 99
100,000	HESS CORP SENIOR UNSECURED NOTES DATED DATE 02/03/09 DUE 02/15/2014 7.000% FA 15	42809HAA5	01/30/2009	101.4720	101,472 00	113 6700	113,670 00	2 96	7,000 00	2.37
100,000	***INGERSOLL RAND GLOBAL HLDG CO LTD DATED DATE 04/03/09 DUE 04/15/2014 9.500% AO 15	45687AAE2	04/01/2009	102.2500	102,250.00	120 3300	120,330 00	3.14	9,500 00	2 91
125,000	STAPLES INC SR NT DATED DATE 01/15/09 DUE 01/15/2014 9.750% JJ 15	855030AJ1	01/12/2009	103 1250	128,906.25	121.1300	151,412.50	3.95	12,187 50	2.45
TOTAL CORPORATE BONDS					436,399.50		520,287.50	13.57	35,562.50	2.42

Base Currency: USD

Positions In Your Account

Quantity	Description	Ticker/Cusip	Purchase Date	Average Unit Cost (1)(4)(9)	Total Cost (1)(4)(9)	Price	Mkt Value	% Portfolio (12)	Annual Income (6)	Yield (10)
	US GOVERNMENT & AGENCY									
100,000	UNITED STATES TREASURY NOTE 10 YR INFLATION INDEXED NOTES DATED DATE 07/15/07 DUE 07/15/2017 2 625% JJ 15 ADJUSTED AMOUNT = 105,523	912828GX2	08/13/2007	105 3082	105,728 23	113 9787	120,273.76	3 14	2,769 98	0 48
	TOTAL US GOVERNMENT & AGENCY				**105,728.23**		**120,273.76**	**3.14**	**2,769.98**	**0.48**
	GRAND TOTAL (5)				2,754,230		3,306,838			

2010 - Form 990PF - Part IV
EIN: 04-3136120

PORTFOLIO NO. : 550-44246 017

CAPITAL GAINS SCHEDULE

FROM Jan 01, 2010 TO Dec 31, 2010

REG. REP - 017
PORTFOLIO NO. - 550-44246 (RIDGE NO. 541-23404)
FISCAL YEAR END - 12/31
TAX EXEMPT CODE - N
DENOMINATED IN - U.S. Dollars
REPORT RUN DATE - Jan 30, 2011

KNEISEL FOUNDATION INC
ATT MR WILLIAM J KNEISEL
7 DUBLIN HILL DRIVE
GREENWICH CT 06830-4023

DESCRIPTION	UNITS ORIG FACE	PURCHASE DATE	PURCHASE PRICE FX RATE	SALE DATE MNY CURR	SALE PRICE FX RATE	ADJUSTED BASIS ORIGINAL COST	PROCEEDS	SECURITY GAIN/LOSS	IND	CURRENCY G/L DISCOUNT INC
================== C A P I T A L G A I N S ==================										
***COVIDIEN PLC	1,650.000	04/30/09	33.22	02/01/10	50.26	54,819.27	82,924.97	28,105.70	ST	
CORINTHIAN COLLE	500.000	11/09/09	14.64	03/25/10	18.89	7,320.95	9,446.58	2,125.63	ST	
PETSMART INC	325.000	04/09/09	22.80	04/05/10	32.36	7,408.96	10,516.82	3,107.86	ST	
QUANTA SERVICES	2,500.000	01/19/10	18.49	04/22/10	20.20	46,227.25	50,487.39	4,260.14	ST	
SAME AS ABOVE	3,775.000	01/19/10	18.49	04/23/10	20.18	69,803.15	76,172.17	6,369.02	ST	
CORINTHIAN COLLE	2,700.000	11/09/09	14.64	06/02/10	13.07	39,533.13	35,283.54	-4,249.59	ST	
SAME AS ABOVE	1,375.000	11/09/09	14.64	06/03/10	12.92	20,132.61	17,761.25	-2,371.36	ST	
SAME AS ABOVE	2,500.000	11/09/09	14.64	07/07/10	8.82	36,604.75	22,048.12	-14,556.63	ST	
SAME AS ABOVE	525.000	11/09/09	14.64	07/08/10	8.98	7,687.00	4,714.63	-2,972.37	ST	
SAME AS ABOVE	500.000	12/09/09	13.71	07/08/10	8.98	6,853.98	4,490.12	-2,363.86	ST	
SAME AS ABOVE	550.000	12/10/09	13.69	07/08/10	8.98	7,527.52	4,939.14	-2,588.38	ST	
NBTY INC	425.000	04/27/10	38.46	08/23/10	54.01	16,344.06	22,955.30	6,611.24	ST	
SAME AS ABOVE	1,400.000	04/27/10	38.46	08/24/10	53.95	53,839.24	75,525.39	21,686.15	ST	
CHARLES RIVER LA INTERNATIONAL INC	225.000	11/18/09	32.26	11/04/10	31.32	7,259.54	7,046.16	-213.38	ST	
	18,950					381,361.41	424,311.58	42,950.17	ST	
NBTY INC	1,775.000	11/07/07	32.28	02/01/10	44.27	57,288.65	78,585.35	21,296.70	LT	
ORACLE CORP	3,700.000	01/16/09	16.68	03/19/10	25.08	61,705.27	92,804.81	31,099.54	LT	
ARRIS GROUP INC	4,645.000	02/27/08	6.12	03/25/10	12.24	28,434.37	56,848.50	28,414.13	LT	
CISCO SYSTEMS IN	1,000.000	02/05/09	16.24	05/27/10	23.30	16,239.80	23,298.92	7,059.12	LT	
FUELCELL ENERGY	11,375.000	10/24/07	9.24	06/11/10	1.74	105,159.60	19,839.94	-85,319.66	LT	
NBTY INC	1,200.000	11/07/07	32.28	07/15/10	53.72	38,730.36	64,457.07	25,726.71	LT	
EMC CORP-MASS	200.000	05/11/06	13.04	07/16/10	20.24	2,607.46	4,047.57	1,440.11	LT	
***MERCATOR MINE	7,900.000	05/29/08	12.41	07/21/10	1.54	98,394.50	12,146.04	-86,248.46	LT	
EMC CORP-MASS	2,300.000	05/11/06	13.04	08/02/10	20.37	29,985.79	46,847.44	16,861.65	LT	
***THOMSON REUTE	850.000	03/18/09	21.86	08/11/10	35.42	18,581.60	30,106.23	11,524.63	LT	
***ABB LTD SPONSORED ADR	3,800.000	02/10/09	13.87	08/12/10	18.97	52,687.76	72,082.50	19,394.74	LT	
NBTY INC	575.000	11/07/07	32.28	08/23/10	54.01	18,558.30	31,057.18	12,498.88	LT	
CHARLES RIVER LA INTERNATIONAL INC	120.000	03/15/07	43.85	11/04/10	31.32	5,261.54	3,757.95	-1,503.59	LT	

==== THIS REPORT IS INTENDED TO BE AN INTERNAL WORKSHEET AND SHOULD NOT BE RELIED UPON FOR ACCURACY ====
====== UNLESS IT CONFORMS WITH THE OFFICIAL RECORDS OF THIS FIRM ======

CAPITAL GAINS SCHEDULE

PORTFOLIO NO. : 550-44248 017

FROM Jan 01, 2010 TO Dec 31, 2010

DESCRIPTION	UNITS ORIG FACE	PURCHASE DATE	PURCHASE PRICE FX RATE	SALE DATE MNY CURR	SALE PRICE FX RATE	ADJUSTED BASIS ORIGINAL COST	PROCEEDS	SECURITY GAIN/LOSS	IND	CURRENCY G/L DISCOUNT INC
SAME AS ABOVE	1,700.000	11/04/08	35.47	11/04/10	31.32	60,292.37	53,237.66	-7,054.71	LT	
SAME AS ABOVE	1,500.000	11/06/08	26.22	11/04/10	31.32	39,329.25	46,974.41	7,645.16	LT	
NALCO HOLDING CO	400.000	10/05/05	15.24	11/18/10	29.48	6,134.40	11,793.52	5,659.12	LT	
WILLBROS GROUP I	2,550.000	06/17/04	14.15	11/29/10	7.11	36,335.21	18,138.86	-18,196.35	LT	
SAME AS ABOVE	5,750.000	04/27/09	10.96	11/29/10	7.11	63,040.01	40,901.36	-22,138.65	LT	
	51,340					738,766.24	706,925.31	0.00	ST	
								-31,840.93	LT	
SECTION TOTAL	70,290					1,120,127.65	1,131,236.89	42,950.17	ST	
								-31,840.93	LT	
****NEUBERGER BERM**	**6.264**	**09/23/10**	**10.06**	**10/19/10**	**10.08**	**63.02**	**63.14**	**0.12**	**ST**	
NEW FLOATING RATE IN						63.02				
SAME AS ABOVE	10,993.736	09/23/10	10.06	12/14/10	10.15	110,596.98	111,586.42	989.44	ST	
						110,596.98				
SAME AS ABOVE	6.264	10/18/10	10.08	12/14/10	10.15	63.14	63.58	0.44	ST	
						63.14				
SAME AS ABOVE	47.548	11/02/10	10.17	12/14/10	10.15	483.56	482.61	-0.95	ST	
						483.56				
SAME AS ABOVE	48.125	12/01/10	10.12	12/14/10	10.15	487.03	488.47	1.44	ST	
						487.03				
	11,102					111,693.73	112,684.22	990.49	ST	
						111,693.73				
GENERAL ELECTRIC	25,000.000	04/25/08	104.28	04/15/10	107.56	26,069.00	26,889.00	820.00	LT	
MEDIUM TERM NOTE						26,069.00				
5.87500% 02/15/2012										
DU PONT E I DE N	7,000.000	12/09/08	99.53	10/05/10	114.22	6,967.17	7,995.54	1,028.37	LT	
NTS						6,967.17				
5.87500% 01/15/2014										
DU PONT E I DE N	26,000.000	12/09/08	99.53	10/21/10	115.16	25,878.06	29,941.47	4,063.41	LT	
P/C 10/21/2010 @ 100						25,878.06				
5.87500% 1/15/2014 2										
SAME AS ABOVE	2,000.000	12/09/08	99.53	10/21/10	115.16	1,990.62	2,303.19	312.57	LT	
						1,990.62				
CATERPILLAR FINL	100,000.000	02/05/09	99.88	10/22/10	115.43	99,879.00	115,433.00	15,554.00	LT	
NOTES						99,879.00				
6.12500% 2/17/2014 1										
GENERAL ELEC CAP	100,000.000	10/24/08	83.44	10/26/10	111.43	83,441.00	111,430.00	27,989.00	LT	

CAPITAL GAINS SCHEDULE

FROM Jan 01, 2010 TO Dec 31, 2010

DESCRIPTION	UNITS / ORIG FACE	PURCHASE DATE	PURCHASE PRICE / FX RATE	SALE DATE / MNY CURR	SALE PRICE / FX RATE	ADJUSTED BASIS / ORIGINAL COST	PROCEEDS	SECURITY GAIN/LOSS	IND	CURRENCY DISCOUNT	G/L INC
MEDIUM TERM NOTES						83,441.00					
5.62500% 05/01/2018											
EATON CORP	100,000.000	03/11/09	99.97	10/26/10	114.39	99,965.00	114,385.00	14,420.00	LT		
NT						99,965.00					
5.95000% 03/20/2014											
GENERAL ELECTRIC	50,000.000	04/25/08	104.28	11/04/10	106.28	52,138.00	53,141.50	1,003.50	LT		
MEDIUM TERM NOTE						52,138.00					
5.87500% 02/15/2012											
PARTNERRE FINANC	65,000.000	12/17/08	88.00	12/17/10	109.03	57,200.00	70,870.80	13,670.80	LT		
NT						57,200.00					
6.87500% 06/01/2018											
	475,000					453,527.85	532,389.50	0.00	ST		
						453,527.85		78,861.65	LT		
SECTION TOTAL	486,102					565,221.58	645,073.72	990.49	ST		
						565,221.58		78,861.65	LT		

== IND LEGEND ==

- WO - WRITTEN OPTION
- SS - SHORT-SALE
- ST - SHORT TERM
- MT - MEDIUM TERM
- LT - LONG TERM
- p - PURCHASE INCLUDES OPTION PREMIUM
- s - SALE INCLUDES OPTION PREMIUM
- b - PURCHASE & SALE INCLUDES OPTION PREMIUM

== ACCOUNT TOTALS ==	COST	PROCEEDS	GAIN/LOSS
SHORT TERM	493,055.14	536,995.80	43,940.66
LONG TERM	1,192,294.09	1,239,314.81	47,020.72
ZERO GAIN/LOSS ITEMS	0.00	0.00	
TOTALS	1,685,349.23	1,776,310.61	90,961.38
TOTAL CURRENCY GAINS			0.00
TOTAL SHORT SALE P&L			0.00
TOTAL DISCOUNT INCOME			0.00

KNEISEL FOUNDATION
EIN: 04-3136120

FORM 990-PF-2010
Page 6, Part VIII – Line 1, Information about Officers, Directors, etc.

OFFICERS

Name	Residence	Post Office Address
William J. Kneisel President	50 Masconomo Street Manchester, MA 01944	Same
Anne H. Kneisel Vice President	50 Masconomo Street Manchester, MA 01944	Same
William J. Kneisel Treasurer	50 Masconomo Street Manchester, MA 01944	Same
Anthony P. Fusco Clerk	63 Sharon Road Hamilton, MA 01982	Glovsky & Glovsky Attorneys at Law 8 Washington Street Beverly, MA 01915

DIRECTORS

Name	Residence	Post Office Address
William J. Kneisel	50 Masconomo Street Manchester, MA 01944	Same
Anne H. Kneisel	50 Masconomo Street Manchester, MA 01944	Same
William Parsons, Jr.	16 Cherrywood Road Locust Valley, NY 11560	Same
Paula A. Ryan	615 Ely Avenue Pelham Manor, NY 10803	Same

EIN: 04-3136120

PART XV - Line 3a

GRANTS + CONTRIBUTIONS PAID

Donee	Amount
Metropolitan Opera	2,000.-
Hopkins School	5,000.-
Hopkins School	1,000.-
Gateway Classical	1,000.-
Greenwich Library	1,000.-
Stepping Stones Museum	500.-
Garden Club of Bold Bay	500.-
Bike + Build	250.-
Teach for America	500.-
Friends of Manchester Trees	100.-
Central Park Conservancy	1,000.-
Rockport Music	1,000.-
Middlebury College	10,000.-
Manchester Fourth of July Committee	250.-
Rockport Music	2,000.-
The Childrens' Storefront	2,000.-
Breast Cancer Alliance	2,500.-
Manchester Historical Society	100.-
Hopkins School	4,000.-
Greenwich Land Trust	500.-

EIN: 04-3136120

PART XV - Line 3a

GRANTS + CONTRIBUTIONS PAID

Donee	Amount
Childrens' Storefront	700.–
Island Academy	20,000.–
Old Road Fund	1,000.–
Dartmouth College	5,000.–
Haiti Projects	500.–
Friends of the MGH Cancer Center	300.–
Greenwich United Way	2,500.–
Atlantic Salmon Federation	2,000.–
NY Botanical Garden	2,000.–
Morgan Library + Museum	1,000.–
Marine Corps University Foundation	1,000.–
Teach for America	1,000.–
The East Harlem School	1,000.–
Waterside School	1,000.–
Cystic Fibrosis Foundation	250.–
Global Partnership for Afghanistan	250.–
One Love Foundation	250.–
Caramoor	2,500.–
Manchester Historical Society	250.–
Manchester/Essex Conservation Trust	250.–
Greenwich Land Trust	250.–

EIN: 04-3136120

PART XV - Line 3a

GRANTS + CONTRIBUTIONS PAID

Donee	Amount
North Shore United Way	1,000.–
Trustee of Reservations	1,000.–
Squash Haven	1,500.–
Hopkins School	25,000.–
Hopkins School	5,000.–
Breakthrough New Haven	5,000.–
Pingree School	30,000.–
Dartmouth College	15,000–
The Hooper Fund for Manchester Children Inc.	12,000.–
Middlebury College	7,000.–
Taft School	7,000.–
HBS	5,000.–
NY Presbyterian Hospital	5,000.–
Rockport Music	2,500.–
NY Public Radio	1,000–
Thirteen	1,000–
Horizons	1,000.–
Horizons	1,000.–
Dartmouth Sponsor Program	1,000.–
Hospital for Special Surgery	1,000.–
O'Gorman Garden + Center	1,000.–

EIN: 04-3136120

PART XV - Line 3a

GRANTS + CONTRIBUTIONS PAID

Donee	Amount
Bruce Museum	1,000.-
US Squash Association	500.-
WGBH	500.-
WSHU	500.-
CLF	500.-
Classroom, Inc.	500.-
QLF	250.-
Women's Fund of Essex County	250.-
Beverly Bootstraps Community Services	250.-
Bullough's Pond Association	100.-
Charotte Country Day School	1,000.-
Jacob's Ladder	1,000.-
Surfrider Foundation	2,000.-
Buckley School	1,000.-
Pelham Education Foundation	1,000.-
Big Apple Circus - Clown Care Unit	1,000.-
Salem Sound Coastwatch	250.-
Kneisel Hall	500.-
Urban Education Exchange	500.-
Squash Haven	1,000.-
Merritt Parkway Conservancy	500.-
GRAND TOTAL	221,300.-