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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

2011

For calendar year 2011, or tax year beginning 01-01-2011 , and ending 12-31-2011

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
TRUST ESTATE UW MARION C SMYTH

A Employer identification number
02-6005793

Number and street (or P O box number if mail is not delivered to street address) 1001 ELM STREET | Room/suite

B Telephone number (see page 10 of the instructions)
(603) 623-3420

City or town, state, and ZIP code
MANCHESTER, NH 031011828

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)* ▶$ 4,244,573

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))*

			(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)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	319	319	319	
	4	Dividends and interest from securities	157,268	157,268	157,268	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	82,684			
	b	Gross sales price for all assets on line 6a 2,950,080				
	7	Capital gain net income (from Part IV, line 2)		84,495		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	26,116	26,116	26,116	
	12	**Total.** Add lines 1 through 11	266,387	268,198	183,703	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	16,403	8,202	16,403	8,201
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	54	27	54	27
	c	Other professional fees (attach schedule)	13,886	6,943	13,886	6,943
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	4,359	207	0	0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy	5,774	2,887	5,774	2,887
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	22,516	6,290	12,719	6,429
	24	**Total operating and administrative expenses.** Add lines 13 through 23	62,992	24,556	48,836	24,487
	25	Contributions, gifts, grants paid	292,200			292,200
	26	**Total expenses and disbursements.** Add lines 24 and 25	355,192	24,556	48,836	316,687
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-88,805			
	b	**Net investment income** (if negative, enter -0-)		243,642		
	c	**Adjusted net income** (if negative, enter -0-)			134,867	

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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	395	64,253	64,253
	2	Savings and temporary cash investments	301,174	406,103	406,103
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	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			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,633,974	772,854	784,148
	c	Investments—corporate bonds (attach schedule)	2,158,804	775,000	748,075
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	0	1,987,332	2,241,994
	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)	4,094,347	4,005,542	4,244,573
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	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)	0	0	
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	4,094,347	4,094,347	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	0	-88,805	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	4,094,347	4,005,542	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	4,094,347	4,005,542	

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	4,094,347
2	Enter amount from Part I, line 27a	2	-88,805
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	4,005,542
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,005,542

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 Additional Data Table			
b				
c				
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	See Additional Data Table			
b				
c				
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	See Additional Data Table			
b				
c				
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	84,495
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	-45,094

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))
2010	285,375	4,017,555	0 071032
2009	393,774	4,559,177	0 086370
2008	352,755	4,377,463	0 080584
2007	341,921	5,331,846	0 064128
2006	351,431	5,181,127	0 067829

2	**Total** of line 1, column (d).	2	0 369943
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 073989
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	3,989,938
5	Multiply line 4 by line 3.	5	295,212
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	2,436
7	Add lines 5 and 6.	7	297,648
8	Enter qualifying distributions from Part XII, line 4.	8	316,687

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)

1a	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	2,436
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	2,436
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	2,436
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	3,200		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	1,500		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	4,700
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	17
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	2,247
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 2,247	**Refunded** ▶		11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	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		No
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		No
	*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		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
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		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ NH			
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	Yes	
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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

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		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶WWW SMYTHTRUST COM

14 The books are in care of ▶CHARLES S GOODWIN Telephone no ▶(603) 623-3420

Located at ▶1001 ELM STREET MANCHESTER NH ZIP+4 ▶03102

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 2011, 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		No

See 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 20 of the instructions)?	1b		
	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 2011?	1c		No
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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ 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 20 of the instructions)	2b		
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 2011 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 2011.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2011?	4b		No

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** **No**

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? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

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? **6b** **No**

If "Yes" to 6b, file Form 8870.

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**

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
CHARLES S GOODWIN 1001 ELM STREET MANCHESTER, NH 03101	TRUSTEE 5 00	5,314	0	0
DAVID H BELLMAN 1001 ELM STREET MANCHESTER, NH 03101	TRUSTEE 5 00	5,314	0	0
JOSEPH E SHEEHAN 1001 ELM STREET MANCHESTER, NH 03101	TRUSTEE 5 00	5,314	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 ▶ 0

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. . . . . ▶	0

Part IX-A **Summary of Direct Charitable Activities**

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 THE TRUST GIVES GRANTS AND MUSIC SCHOLARSHIPS TO DESERVING ORGANIZATIONS AND INDIVIDUALS	0
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see page 23 of the instructions)

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. . . . . ▶	0

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	3,674,167
b	Average of monthly cash balances	1b	376,531
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	4,050,698
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	0
3	Subtract line 2 from line 1d	3	4,050,698
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	60,760
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,989,938
6	**Minimum investment return.** Enter 5% of line 5	6	199,497

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	199,497
2a	Tax on investment income for 2011 from Part VI, line 5 2a 2,436		
b	Income tax for 2011 (This does not include the tax from Part VI) 2b		
c	Add lines 2a and 2b	2c	2,436
3	Distributable amount before adjustments Subtract line 2c from line 1	3	197,061
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	197,061
6	Deduction from distributable amount (see page 25 of the instructions)	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	197,061

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	316,687
b	Program-related investments—total from Part IX-B	1b	0
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	316,687
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	2,436
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	314,251

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 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7					197,061
2 Undistributed income, if any, as of the end of 2011					
a Enter amount for 2010 only.				0	
b Total for prior years 20___ , 20___ , 20___			0		
3 Excess distributions carryover, if any, to 2011					
a From 2006.	91,206				
b From 2007.	87,101				
c From 2008.	137,514				
d From 2009.	168,793				
e From 2010.	87,655				
f **Total** of lines 3a through e.		572,269			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 316,687					
a Applied to 2010, 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 2011 distributable amount.					197,061
e Remaining amount distributed out of corpus		119,626			
5 Excess distributions carryover applied to 2011 *(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		691,895			
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 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				0	
f Undistributed income for 2011 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 2006 not applied on line 5 or line 7 (see page 27 of the instructions)		91,206			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		600,689			
10 Analysis of line 9					
a Excess from 2007. . . .	87,101				
b Excess from 2008. . . .	137,514				
c Excess from 2009. . . .	168,793				
d Excess from 2010. . . .	87,655				
e Excess from 2011. . . .	119,626				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling. . . . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2011	**(b)** 2010	**(c)** 2009	**(d)** 2008	
2a 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 organization had $5,000 or more in assets at any time during the year—see page 27 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))

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

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

Check here ▶☐ 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

SMYTH TRUST
1001 ELM STREET
MANCHESTER,NH 03101
(603) 623-3420

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

COMPLETED APPLICATION WHICH CAN BE FOUND ON WEBSITE

c Any submission deadlines

JUNE 1ST NONE

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

NONE

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 Additional Data Table				
Total . . . . ▶ **3a**				292,200
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See page 28 of the instructions)
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					319
4 Dividends and interest from securities					157,268
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					26,116
8 Gain or (loss) from sales of assets other than inventory					82,684
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)		0		0	266,387

13 **Total.** Add line 12, columns (b), (d), and (e) 13 266,387

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

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 organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)
4	INCOME GENERATED FROM INVESTMENTS PROVIDE NECESSARY CASH FLOWS TO MAKE
7	SCHOLARSHIPS AND GRANTS REQUESTED FROM THE SMYTH TRUST

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)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

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

****** | 2012-11-15 | ******

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's Signature	Date	Check if self-employed ☐	PTIN
MARIE C MCKAY	2012-10-30		P00294931

Firm's name ▶ BIGELOW & COMPANY CPA PC

Firm's EIN ▶ 02-0394333

Firm's address ▶ 500 COMMERCIAL STREET MANCHESTER, NH 03101

Phone no (603) 627-7659

May the IRS discuss this return with the preparer shown above? See instructions ▶ ☐ Yes ☐ No

Additional Data

Software ID:	
Software Version:	
EIN:	02-6005793
Name:	TRUST ESTATE UW MARION C SMYTH

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
5000 BARCLAYS BANK PLC	P	2010-12-29	2011-01-31
5000 DEUTSCHE BANK	P	2011-04-27	2011-08-30
5807 HSBC USA INC	P	2011-09-30	2011-09-30
5000 JP MORGAN CHASE	P	2011-02-23	2011-04-29
10000 JP MORGAN CHASE	P	2011-04-13	2011-07-15
5000 USB AG TRIGGER	P	2011-01-27	2011-02-28
100000 BARCLAYS BANK	P	2010-06-16	2011-06-27
108000 BOAMS 2003-8	P	2006-06-06	2011-04-25
215000 FORD MOTOR CREDIT	P	2003-09-19	2011-03-20
1111 JP MORGAN CHASE	P	2010-04-08	2011-04-14
931 JP MORGAN	P	2010-07-20	2011-07-26
570 UBS AG	P	2010-06-28	2011-06-30
2637 UBS AG	P	2010-08-19	2011-08-25
1649 UBS AG	P	2010-04-21	2011-04-28
2530 UBS YLD	P	2009-04-16	2011-04-21
688 SHS ALPHA NATURAL RESOURCES	P		2011-09-23
500 SHS ANADARKO PETROLEUM	P		2011-07-15
5807 SHS BANK OF AMERICA CORP	P	2011-09-30	2011-10-25
300 SHS BARRICK GOLD CORP	P	2011-05-24	2011-08-08
675 SHS CELGENE CORP	P	2011-04-28	2011-08-31
800 DEERE AND CO	P	2011-10-04	2011-10-21
2000 DOW CHEMICAL	P	2011-09-06	2011-10-21
630 EXXON MOBIL	P		2011-10-21
5000 FORD MOTOR CO	P		2011-10-21
200 GILEAD SCIENCES	P	2011-02-16	2011-07-06
100 GOOGLE INC	P	2011-07-18	2011-10-04
200 H&R BLOCK	P	2011-01-06	2011-05-03
1200 HARTFORD FINCL SERVICES	P		2011-08-01
2000 JAMES RIVER COAL	P		2011-08-22
100 MASSEY ENERGY CO	P	2011-01-24	2011-06-02

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
200 MERCK & CO	P	2011-05-06	2011-06-20
700 NEWMONT MINING CORP	P		2011-08-08
1200 NYSE EURONEXT	P	2011-11-02	2011-11-29
700 RIO TINTO PLC	P		2011-10-21
50 SCHLUMBERGER LTD	P	2011-05-24	2011-07-15
1200 SPDR S&P 500	P		2011-12-15
500 VISA INC	P		2011-07-15
2000 WALTER ENERGY	P		2011-10-21
512 ALPHA NATURAL RESOURCES	P	2010-12-14	2011-09-23
500 BARRICK GOLD CORP	P	2010-11-12	2011-08-08
300 CELPHALON INC	P	2010-05-06	2011-03-30
1000 CORNING INC	P	2010-10-19	2011-10-03
1400 CSX CORPORATION	P		2011-06-20
5582 736 FEDERATED TOTAL RETURN	P		2011-07-06
600 H&R BLOCK	P		2011-05-03
200 HARTFORD FINCL SERVICES	P	2010-09-09	2011-08-01
1000 ISHARES SILVER TRUST	P		2011-07-15
42 684 LOOMIS SAYLES INVESTMENT	P		2011-07-06
500 MARKET VECTORS GOLD	P		2011-06-20
500 MASSEY ENERGY	P	2010-12-14	2011-06-02
400 MERCK & CO	P	2010-12-02	2011-06-20
1000 MICROSOFT CORP	P	2010-10-05	2011-07-15
500 NEWMONT MINING CORP	P	2010-11-12	2011-08-08
7 211 OAKMARK INTL	P	2010-12-17	2011-08-25
200 POTASH CORP	P	2010-12-27	2011-01-21
800 RAMBUS INC	P	2010-10-12	2011-02-08
500 RIO TINTO PLC	P	2010-12-14	2011-10-21
200 SCHLUMBERGER LTD	P	2010-07-27	2011-07-15
200 SPECTRA ENERGY	P	2010-07-21	2011-01-20
640 VANGUARD EXTD	P	2010-11-12	2011-10-04

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
500 VISA INC	P	2010-12-27	2011-02-18
CALL ALPHA NATURAL	P	2011-07-18	2011-06-28
CALL ALPHA NATURAL	P	2011-08-08	2011-07-18
CALL ANADARKO PATROLEUM	P	2011-11-21	2011-11-02
CALL ANADARKO PATROLEUM	P	2011-12-19	2011-11-30
CALL BARRICK GOLD	P	2011-06-20	2011-05-24
CALL CHEVRON CORP	P	2011-06-09	2011-05-24
CALL CHEVRON CORP	P	2011-06-20	2011-06-09
CALL CONS ENERGY	P	2011-10-03	2011-09-20
CALL CORNING INC	P	2011-06-20	2011-05-24
CALL CSX CORP	P	2011-06-20	2011-05-24
CALL DOW CHEMICAL	P	2011-11-21	2011-11-02
CALL EXXON MOBIL CORP	P	2011-09-06	2011-08-25
CALL EXXON MOBIL CORP	P	2011-10-03	2011-09-20
CALL FORD MOTOR	P	2011-07-18	2011-06-30
CALL FREEPORT-MCMORAN	P	2011-11-21	2011-11-02
CALL FREEPORT-MCMORAN	P	2011-12-19	2011-11-22
CALL GREEN MOUNTAIN COFFEE	P	2011-11-10	2011-11-08
CALL ISHARES SILVER	P	2011-06-30	2011-06-09
CALL ISHARES SILVER	P	2011-09-19	2011-08-25
CALL ISHARES SILVER	P	2011-10-04	2011-09-20
CALL ISHARES SILVER	P	2011-10-24	2011-10-04
CALL MASSEY ENERGY	P	2011-04-18	2011-03-21
CALL MASSEY ENERGY	P	2011-02-22	2011-02-01
CALL MASSEY ENERGY	P	2011-03-21	2011-02-23
CALL MASSEY ENERGY	P	2011-05-23	2011-04-28
CALL MASSEY ENERGY	P	2011-06-02	2011-05-24
CALL MERCK & CO	P	2011-06-20	2011-05-24
CALL MICROSOFT CORP	P	2011-06-20	2011-05-24
CALL OIL SERVICE HOLDERS	P	2011-12-19	2011-11-29

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CALL PFIZER INC	P	2011-05-23	2011-05-03
CALL PFIZER INC	P	2011-06-20	2011-05-24
CALL PFIZER INC	P	2011-07-18	2011-06-20
CALL QUALCOMM	P	2011-05-23	2011-05-06
CALL QUALCOMM	P	2011-07-12	2011-06-28
CALL QUALCOMM	P	2011-10-03	2011-09-20
CALL QUALCOMM	P	2011-10-24	2011-10-03
CALL QUALCOMM	P	2011-11-18	2011-10-25
CALL QUALCOMM	P	2011-12-08	2011-11-29
CALL QUALCOMM	P	2011-11-22	2011-11-18
CALL QUALCOMM	P	2011-06-20	2011-05-24
CALL QUALCOMM	P	2011-08-22	2011-07-18
CALL SCHLUMBERGER	P	2011-10-24	2011-09-20
CALL SCHLUMBERGER	P	2011-11-21	2011-10-25
CALL SCHLUMBERGER	P	2011-12-19	2011-11-22
CALL SCHLUMBERGER	P	2011-06-20	2011-05-24
CALL SCHLUMBERGER	P	2011-09-06	2011-08-25
CALL VISA INC	P	2011-06-20	2011-05-24
500 CHEVRON CORP	P		2011-07-15
1000 CISCO SYSTEMS	P	2002-11-21	2011-05-24
800 CONS ENERGY INC	P		2011-10-21
200 CSX CORPORATION	P		2011-05-24
1200 EMC CORP MASS	P	2008-11-28	2011-06-20
300 EXELON CORP	P		2011-03-16
370 EXXON MOBIL CORP	P	1951-06-12	2011-10-20
200 FINANCIAL SECTOR	P	2009-03-06	2011-01-24
300 GILEAD SCIENCES	P		2011-07-06
600 H&R BLOCK	P	2009-12-16	2011-05-03
600 HARTFORD FINCL SERVICES	P	2009-12-24	2011-08-01
175 INDUSTRIAL SECTOR	P	2009-03-06	2011-10-04

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
563 826 LOOMIS SAYLES INVESTMENT	P		2011-07-06
500 MARKET VECTORS GOLD	P		2011-06-20
200 MONSATO CO	P	2010-02-25	2011-07-06
869 061 OAKMARK INTL	P	2010-01-06	2011-08-25
3500 PFIZER INC	P		2011-10-21
50 SCHLUMBERGER LTD	P	2010-02-23	2011-07-15
125 SECTOR SPDR	P	2009-03-16	2011-10-04
800 SPECTRA ENERGY	P		2011-01-20
200 TECHNOLOGY SECTOR	P	2009-03-31	2011-10-04
10 UNTD TECHNOLOGIES	P	2009-03-16	2011-01-25
500 VANGUARD INTL EQUITY	P		2011-10-04
3M CO	P	2010-05-06	2011-08-31
LEHMAN BROS	P		
CALL GREEN MOUNTAIN COFFEE	P	2011-12-09	2011-12-09
CALL QUALCOMM	P	2011-12-09	2011-12-09
ABBEY CAPITAL FUND	P		
ABBEY CAPITAL FUND	P		
O'CONNOR FUND	P		
O'CONNOR FUND	P		
O'CONNOR FUND	P		
PIMCO GLOBAL MULTI-ASSET	P		
PIMCO INVESTMENT GRADE CORP BOND	P		
LOOMIS SAYLES INVESTMENT GRADE BOND FUND	P		
LOOMIS SAYLES INVESTMENT GRADE BOND FUND	P		
BLACKROCK GLOBAL ALLOCATION FUND	P		
OAKMARK EQUITY & INCOME FUND	P		
PIMCO GLOBAL MULTI-ASSET FUND	P		
PIMCO INVESTMENT GRADE CORP BOND	P		
PRINCIPAL GLOBAL DIVERSIFIED INCOME FUND	P		
PIMCO GLOBAL MULTI-ASSET	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
50,665		50,000	665
53,007		50,000	3,007
99,997		99,997	0
52,010		50,000	2,010
104,430		100,000	4,430
50,978		50,000	978
100,000		99,755	245
1,889		1,889	0
215,000		215,000	0
49,962		49,962	0
49,957		49,957	0
49,995		49,995	0
49,998		49,998	0
49,981		49,981	0
49,993		49,993	0
13,905		28,667	-14,762
39,209		38,210	999
36,354		100,261	-63,907
13,930		13,899	31
40,527		39,831	696
51,911		48,565	3,346
52,399		52,270	129
46,936		44,491	2,445
57,829		63,870	-6,041
8,434		7,881	553
48,857		59,598	-10,741
3,470		2,520	950
27,496		32,460	-4,964
19,986		44,771	-24,785
6,354		5,354	1,000

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
7,124		7,326	-202
38,268		37,876	392
32,720		30,417	2,303
35,279		31,086	4,193
4,321		4,156	165
147,853		143,000	4,853
39,259		37,114	2,145
121,293		109,023	12,270
10,348		25,618	-15,270
23,216		25,698	-2,482
22,590		18,056	4,534
11,890		18,468	-6,578
45,365		33,989	11,376
62,694		63,397	-703
10,411		8,195	2,216
4,583		4,474	109
36,429		36,297	132
531		522	9
26,231		28,030	-1,799
30,618		25,618	5,000
14,248		14,043	205
25,320		24,117	1,203
27,334		30,985	-3,651
120		139	-19
30,399		28,698	1,701
16,952		15,843	1,109
25,200		35,240	-10,040
17,284		11,576	5,708
5,054		4,250	804
28,216		32,655	-4,439

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
37,074		35,430	1,644
184			184
1,252		60	1,192
1,860			1,860
1,920			1,920
200			200
520		95	425
580		213	367
1,000		144	856
320			320
344			344
990			990
1,035		515	520
450		245	205
480			480
1,443			1,443
897			897
3,010		20	2,990
1,064		48	1,016
1,090			1,090
1,380		70	1,310
660			660
1,248			1,248
1,128			1,128
612			612
1,150			1,150
480			480
282			282
170			170
1,840			1,840

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
375			375
500			500
375			375
1,360			1,360
640		640	0
1,200		140	1,060
440			440
900		40	860
720		280	440
1,020		360	660
1,280			1,280
2,340			2,340
1,376			1,376
760			760
860			860
441			441
1,575		1,140	435
261			261
51,004		18,050	32,954
16,280		15,258	1,022
30,887		29,983	904
15,136		5,586	9,550
31,320		19,528	11,792
11,904		14,717	-2,813
28,253		705	27,548
3,290		1,205	2,085
12,651		13,489	-838
10,411		12,539	-2,128
13,748		14,172	-424
4,943		2,721	2,222

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
7,008		5,405	1,603
26,231		20,669	5,562
14,936		14,588	348
14,452		15,000	-548
65,551		68,785	-3,234
4,321		3,076	1,245
3,582		2,616	966
20,217		16,456	3,761
4,595		3,134	1,461
810		417	393
18,610		16,568	2,042
16,537		16,588	-51
40,000			40,000
1,600			1,600
2,100			2,100
			-3,388
			-5,005
			1,085
			-2,563
			62
461			461
48			48
71			71
79			79
356			356
459			459
159			159
156			156
123			123
96			96

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(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	
			665
			3,007
			0
			2,010
			4,430
			978
			245
			0
			0
			0
			0
			0
			0
			0
			0
			-14,762
			999
			-63,907
			31
			696
			3,346
			129
			2,445
			-6,041
			553
			-10,741
			950
			-4,964
			-24,785
			1,000

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(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	
			-202
			392
			2,303
			4,193
			165
			4,853
			2,145
			12,270
			-15,270
			-2,482
			4,534
			-6,578
			11,376
			-703
			2,216
			109
			132
			9
			-1,799
			5,000
			205
			1,203
			-3,651
			-19
			1,701
			1,109
			-10,040
			5,708
			804
			-4,439

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(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	
			1,644
			184
			1,192
			1,860
			1,920
			200
			425
			367
			856
			320
			344
			990
			520
			205
			480
			1,443
			897
			2,990
			1,016
			1,090
			1,310
			660
			1,248
			1,128
			612
			1,150
			480
			282
			170
			1,840

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(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	
			375
			500
			375
			1,360
			0
			1,060
			440
			860
			440
			660
			1,280
			2,340
			1,376
			760
			860
			441
			435
			261
			32,954
			1,022
			904
			9,550
			11,792
			-2,813
			27,548
			2,085
			-838
			-2,128
			-424
			2,222

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(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	
			1,603
			5,562
			348
			-548
			-3,234
			1,245
			966
			3,761
			1,461
			393
			2,042
			-51
			40,000
			1,600
			2,100
			-3,388
			-5,005
			1,085
			-2,563
			62
			461
			48
			71
			79
			356
			459
			159
			156
			123
			96

Form 990PF Part XV Line 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*				
BELMONT UNIVERSITY1900 BELMONT BOULEVARD NASHVILLE,TN 37212	NONE		SCHOLARSHIP	2,000
BERKLEE COLLEGE OF MUSIC1140 BOYLSTON STREET BOSTON,MA 02115	NONE		SCHOLARSHIP	10,000
BOSTON CONSERVATORY8 FENWAY DRIVE BOSTON,MA 02215	NONE		SCHOLARSHIP	4,000
CARNEGIE MELLON UNIVERSITY 5000 FORBES AVE PITTSBURGH,PA 15213	NONE		SCHOLARSHIP	1,000
DUQUESNE UNIVERSITY600 FORBES AVE PITTSBURGH,PA 15282	NONE		SCHOLARSHIP	1,000
FURMAN UNIVERSITY3300 POINTSETT HIGHWAY GREENVILLE,SC 29613	NONE		SCHOLARSHIP	1,000
HAMPSHIRE COLLEGE893 WEST STREET AMHERST,MA 01002	NONE		SCHOLARSHIP	1,000
ITHACA COLLEGE953 DANBY ROAD ITHACA,NY 14850	NONE		SCHOLARSHIP	3,000
KEENE STATE229 MAIN STREET KEENE,NH 03431	NONE		SCHOLARSHIP	12,000
NE CONSERVATORY OF MUSIC30 GAINSBOROUGH STREET BOSTON,MA 02115	NONE		SCHOLARSHIP	5,000
OBERLIN COLLEGE101 NORTH PROFESSOR STREET OBERLIN,OH 44074	NONE		SCHOLARSHIP	2,000
PENN STATE UNIVERSITY201 OLD MAIN UNIVERSITY PARK,PA 16802	NONE		SCHOLARSHIP	1,000
PLYMOUTH STATE17 HIGH STREET PLYMOUTH,NH 03264	NONE		SCHOLARSHIP	3,000
PURCHASE COLLEGE735 ANDERSON HILL ROAD PURCHASE,NY 10577	NONE		SCHOLARSHIP	4,000
RIDER UNIVERSITY101 WALNUT LANE PRINCETON,NJ 08540	NONE		SCHOLARSHIP	1,000
RUTGERS UNIVERSITY116 COLLEGE AVE NEW BRUNSWICK,NJ 08901	NONE		SCHOLARSHIP	1,000
SETON HILL UNIVERSITY1 SETON HILL DR GREENSBURG,PA 15601	NONE		SCHOLARSHIP	3,000
SOUTHERN NEW HAMPSHIRE2500 NORTH RIVER ROAD MANCHESTER,NH 03104	NONE		SCHOLARSHIP	2,000
SUNY POTSDAM44 PIERREPONT AVE POTSDAM,NY 13676	NONE		SCHOLARSHIP	1,000
UNIVERSITY OF CINCINNATI2600 CLIFTON AVE CINCINNATI,OH 45221	NONE		SCHOLARSHIP	2,000
UNIVERSITY OF HARTFORD200 BLOOMFIELD AVE HARTFORD,CT 06117	NONE		SCHOLARSHIP	4,000
UNIVERSITY OF KANSASWEST 11TH STREET LAWRENCE,KS 66044	NONE		SCHOLARSHIP	2,000
UNIVERSITY OF MASSACHUSETTS 100 MORRISSEY BLVD BOSTON,MA 02125	NONE		SCHOLARSHIP	11,000
UNIVERSITY OF NEW HAMPSHIRE 83 MAIN STREET DURHAM,NH 03824	NONE		SCHOLARSHIP	28,000
UNIVERSITY OF NEW HAVEN300 BOSTON POST ROAD WEST HAVEN,CT 06516	NONE		SCHOLARSHIP	1,000
UNIVERSITY OF NORTH TEXAS 801 NORTH TEXAS BLVD DENTON,TX 76201	NONE		SCHOLARSHIP	1,000
WHEATON COLLEGE501 COLLEGE AVE WHEATON,IL 60187	NONE		SCHOLARSHIP	1,000
BEDFORD BIG BAND128 BEDFORD CENTER ROAD BEDFORD,NH 03110	NONE		GRANT	1,500
BEO & ASSOCIATES12752 MOORPARK STREET STE 2 STUDIO CITY,CA 916041330	NONE		GRANT	11,850
BOYS & GIRLS CLUB OF MANCHESTER555 UNION STREET MANCHESTER,NH 03104	NONE		GRANT	5,500

Form 990PF Part XV Line 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*				
CENTRAL HIGHSCHOOL CHAMPS 207 LOWELL STREET MANCHESTER, NH 03104	NONE		GRANTS	10,000
CHABAD LUBAVITCH OF NH7 CAMELOT CIRCLE MANCHESTER, NH 03104	NONE		GRANTS	2,500
CONCORD NH CHORALEPO BOX 705 PLYMOUTH, NH 03264	NONE		GRANTS	1,500
CONCORD COMMUNITY MUSIC SCHOOL23 WALL STREET CONCORD, NH 03301	NONE		GRANTS	15,000
FRIENDS OF STARK PARKPO BOX 1485 MANCHESTER, NH 03105	NONE		GRANTS	1,100
GHS MUSIC27 WALLACE ROAD GOFFSTOWN, NH 03045	NONE		GRANT	750
KEENE CHORALEMAIN STREET KEENE, NH 03435	NONE		GRANT	1,000
LEADERSHIP GREATER NASHUA142 MAIN STREET NASHUA, NH 03060	NONE		GRANT	5,000
MAJESTIC THEATER219 TREMONT STREET BOSTON, MA 02116	NONE		GRANT	1,000
MANCHESTER CHORAL SOCIETY88 HANOVER STREET MANCHESTER, NH 03101	NONE		GRANT	8,000
MANCHESTER COMMUNITY MUSIC SCHOOL2291 ELM STREET MANCHESTER, NH 03104	NONE		GRANT	44,600
MCAULIFFE-SHEPARD DISCOVERY CENTER2 INSTITUTE DRIVE CONCORD, NH 03301	NONE		GRANT	1,100
MERRIMACK CONCERT ASSOCIATIONPO BOX 461 MERRIMACK, NH 03054	NONE		GRANT	1,000
MONADNOCK MUSIC2A CONCORD STREET PETERBOROUGH, NH 03458	NONE		GRANT	4,500
NASHUA CHAMBER ORCHESTRAPO BOX 6643 NASHUA, NH 03063	NONE		GRANT	2,000
NASHUA SYMPHONY CHORAL SOCIETY6 CHURCH STREET NASHUA, NH 03060	NONE		GRANT	2,500
NH PHILHARMONIC ORCHESTRA83 HANOVER STREET MANCHESTER, NH 03101	NONE		GRANT	10,000
NH MUSIC EDUCATION ASSOCIATION229 MAIN STREET KEENE, NH 03435	NONE		GRANT	1,000
NH MUSIC FESTIVAL8 NH ROUTE 25 UNIT A MEREDITH, NH 03253	NONE		GRANT	7,500
OPERA NH99 SAGAMORE STREET MANCHESTER, NH 03104	NONE		GRANT	5,000
SOUTHERN NEW HAMPSHIRE2500 NORTH RIVER ROAD MANCHESTER, NH 03104	NONE		GRANT	7,800
SOUTHERN NEW HAMPSHIRE SERVICES40 PINE STREET MANCHESTER, NH 03103	NONE		GRANT	1,500
UNH SYMS83 MAIN STREET DURHAM, NH 03824	NONE		GRANT	15,000
UNIVERSITY OF NH83 MAIN STREET DURHAM, NH 03824	NONE		GRANT	16,000
Total . . . . ▶ **3a**				292,200

TY 2011 Accounting Fees Schedule

Name: TRUST ESTATE UW MARION C SMYTH

EIN: 02-6005793

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	54	27	54	27

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Gain/Loss from Sale of Other Assets Schedule

Name: TRUST ESTATE UW MARION C SMYTH

EIN: 02-6005793

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
O'CONNOR FUND		PURCHASED				1,811		0	-1,811	

TY 2011 Investments Corporate Bonds Schedule

Name: TRUST ESTATE UW MARION C SMYTH

EIN: 02-6005793

Name of Bond	End of Year Book Value	End of Year Fair Market Value
VARIOUS	775,000	748,075

TY 2011 Investments Corporate Stock Schedule

Name: TRUST ESTATE UW MARION C SMYTH

EIN: 02-6005793

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VARIOUS	772,854	784,148

TY 2011 Investments - Other Schedule

Name: TRUST ESTATE UW MARION C SMYTH

EIN: 02-6005793

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
VARIOUS	AT COST	1,987,332	2,241,994

TY 2011 Other Expenses Schedule

Name: TRUST ESTATE UW MARION C SMYTH

EIN: 02-6005793

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
O'CONNOR FUND - INVESTMENT INTEREST	1,331	0	0	0
O'CONNOR FUND	2,444	0	0	0
ABBEY CAPITAL FUND	1,821	0	0	0
ENERGY TRANSFER FUND	4,209	0	0	0
CLERICAL SERVICES	7,000	3,500	7,000	3,500
STATE FILING FEES	140	0	140	140
INSURANCE	445	223	445	222
OFFICE EXPENSE	5,126	2,567	5,134	2,567

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TY 2011 Other Income Schedule

Name: TRUST ESTATE UW MARION C SMYTH

EIN: 02-6005793

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ABBEY CAPITAL FUND	-155	-155	-155
O'CONNOR FUND SECTION 988 GAIN	36	36	36
UBS COVERED CALL OPTION PREMIUM PAYMENTS	26,235	26,235	26,235

TY 2011 Other Professional Fees Schedule

Name: TRUST ESTATE UW MARION C SMYTH

EIN: 02-6005793

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	13,886	6,943	13,886	6,943

TY 2011 Taxes Schedule

Name: TRUST ESTATE UW MARION C SMYTH

EIN: 02-6005793

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD	207	207	0	0
FEDERAL TAXES	4,152	0	0	0

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Functional Currency and Exchange Rate QBU Statement

Name: TRUST ESTATE UW MARION C SMYTH

EIN: 02-6005793

QBU Id	Country of Operation	Functional Currency
USD		1