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

OMB No 1545-0052

**2011**

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

For calendar year **2011** or tax year beginning , **2011**, and ending , **20**

Name of foundation <b>R. S. EVANS FOUNDATION C/O DEUTSCHE BANK TRUST COMPANY, N.A.</b>		<b>A</b> Employer identification number <b>06-1480414</b>
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	<b>B</b> Telephone number (see instructions) <b>(212) 454-1054</b>
PO BOX 1297 CHURCH ST. STATION City or town, state, and ZIP code <b>NEW YORK, NY 10008</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply	Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/>	<b>D</b> 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ <b>7,502,157.</b>	<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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 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 <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	90,368.	90,368.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a	1,210,166.			
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	9,993.	9,993.		STMT 3
	12 Total. Add lines 1 through 11	152,124.	152,124.		
	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT. 4	3,000.	3,000.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT. 5	44,083.	44,033.		50.
	24 Total operating and administrative expenses. Add lines 13 through 23	47,083.	47,033.	NONE	50.
	25 Contributions, gifts, grants paid	291,000.			291,000.
	26 Total expenses and disbursements. Add lines 24 and 25	338,083.	47,033.	NONE	291,050.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-185,959.			
	b Net investment income (if negative, enter -0-)		105,091.		
	c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions

JSA

Form **990-PF** (2011)

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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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing . . . . .			
	2 Savings and temporary cash investments . . . . .	143,986.	125,597.	125,597.
	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 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 . . . . .			
	10 a Investments - U.S. and state government obligations (attach schedule) . . . . .			
	b Investments - corporate stock (attach schedule) . STMT 6 . . . . .	3,668,762.	3,501,192.	4,830,922.
	c Investments - corporate bonds (attach schedule) . . . . .			
	11 Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans . . . . .			
	13 Investments - other (attach schedule) . . . . . STMT 11 . . . . .	2,840,000.	2,840,000.	2,545,638.
	14 Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶ )				
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .	6,652,748.	6,466,789.	7,502,157.	
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 <b>Total liabilities</b> (add lines 17 through 22) . . . . .				
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here ▶</b> <input type="checkbox"/>			
	<b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24 Unrestricted . . . . .			
	25 Temporarily restricted . . . . .			
	26 Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds . . . . .	6,652,748.	6,466,789.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
	29 Retained earnings, accumulated income, endowment, or other funds . . . . .			
	30 <b>Total net assets or fund balances</b> (see instructions) . . . . .	6,652,748.	6,466,789.	
31 <b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	6,652,748.	6,466,789.		

## 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	6,652,748.
2 Enter amount from Part I, line 27a . . . . .	2	-185,959.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3 . . . . .	4	6,466,789.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	6,466,789.

**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.)
<b>1a PUBLICLY TRADED SECURITIES</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b> 1,210,166.		1,158,403.	51,763.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
<b>a</b>			51,763.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> 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 }			<b>2</b>	51,763.	
<b>3</b> 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 instructions). If (loss), enter -0- in Part I, line 8			<b>3</b>		

**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 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	370,827.	7,916,857.	0.046840
2009	296,062.	6,130,293.	0.048295
2008	486,500.	11,184,146.	0.043499
2007	442,482.	9,967,561.	0.044392
2006	363,508.	8,402,309.	0.043263

<b>2</b> Total of line 1, column (d)	<b>2</b>	0.226289
<b>3</b> 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	<b>3</b>	0.045258
<b>4</b> Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	<b>4</b>	7,899,543.
<b>5</b> Multiply line 4 by line 3	<b>5</b>	357,518.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	1,051.
<b>7</b> Add lines 5 and 6	<b>7</b>	358,569.
<b>8</b> Enter qualifying distributions from Part XII, line 4 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.	<b>8</b>	291,050.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**

<b>1a</b> Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . . Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)	<b>1</b>	2,102.
<b>b</b> Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		
<b>c</b> All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	
<b>3</b> Add lines 1 and 2 . . . . .	<b>3</b>	2,102.
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	NONE
<b>5</b> Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	2,102.
<b>6</b> Credits/Payments		
<b>a</b> 2011 estimated tax payments and 2010 overpayment credited to 2011 . . . . .	<b>6a</b>	8,389.
<b>b</b> Exempt foreign organizations - tax withheld at source . . . . .	<b>6b</b>	NONE
<b>c</b> Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	NONE
<b>d</b> Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b> Total credits and payments. Add lines 6a through 6d . . . . .	<b>7</b>	8,389.
<b>8</b> Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	<b>8</b>	
<b>9</b> Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	<b>9</b>	
<b>10</b> Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	<b>10</b>	6,287.
<b>11</b> Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> 6,287. Refunded <input type="checkbox"/>	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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? . . . . .		X
<b>b</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)? . . . . . 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		X
<b>c</b> Did the foundation file Form 1120-POL for this year? . . . . .		X
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
<b>2</b> 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		X
<b>3</b> 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 . . . . .		X
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		X
<b>b</b> If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .		
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T		X
<b>6</b> 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? . . . . .	X	
<b>7</b> 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	X	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> CT		
<b>b</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 . . . . .	X	
<b>9</b> 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)? If "Yes," complete Part XIV . . . . .		X
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .		X

**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 instructions)		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
Website address <u>N/A</u>			
14	The books are in care of <u>SEE STATEMENT 12</u>	Telephone no	
Located at		ZIP + 4	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here		<input type="checkbox"/>
and enter the amount of tax-exempt interest received or accrued during the year.		15	
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?	Yes	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			X

**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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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 instructions)?		
Organizations relying on a current notice regarding disaster assistance check here		<input type="checkbox"/>
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?		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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years		
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 instructions)		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		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2011?		X

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**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 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 instructions)?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? ☐ Yes ☒ 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?**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 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 STATEMENT 13		- 0 -	- 0 -	- 0 -

**2** Compensation of five highest-paid employees (other than those included on line 1 - see 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		NONE	NONE	NONE

**Total** number of other employees paid over \$50,000 ☐ NONE

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**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 instructions). If none, enter "NONE."

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

**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 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
All other program-related investments. See instructions.	
3 NONE	
<b>Total.</b> Add lines 1 through 3 . . . . .	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	
<b>a</b>	Average monthly fair market value of securities	<b>1a</b> 7,957,542.
<b>b</b>	Average of monthly cash balances	<b>1b</b> 62,299.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b> NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b> 8,019,841.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b> NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b> 8,019,841.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b> 120,298.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b> 7,899,543.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b> 394,977.

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

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b> 394,977.
<b>2a</b>	Tax on investment income for 2011 from Part VI, line 5	<b>2a</b> 2,102.
<b>b</b>	Income tax for 2011. (This does not include the tax from Part VI.)	<b>2b</b>
<b>c</b>	Add lines 2a and 2b	<b>2c</b> 2,102.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b> 392,875.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b> NONE
<b>5</b>	Add lines 3 and 4	<b>5</b> 392,875.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b> NONE
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b> 392,875.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b> 291,050.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b> NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:	
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b> NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b> NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b> 291,050.
<b>5</b>	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 instructions)	<b>5</b> N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b> 291,050.

**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 instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
<b>1</b> Distributable amount for 2011 from Part XI, line 7 . . . . .				392,875.
<b>2</b> Undistributed income, if any, as of the end of 2011				
<b>a</b> Enter amount for 2010 only . . . . .			178,484.	
<b>b</b> Total for prior years 20 09, 20 , 20 . . . . .		NONE		
<b>3</b> Excess distributions carryover, if any, to 2011				
<b>a</b> From 2006 . . . . .	NONE			
<b>b</b> From 2007 . . . . .	NONE			
<b>c</b> From 2008 . . . . .	NONE			
<b>d</b> From 2009 . . . . .	NONE			
<b>e</b> From 2010 . . . . .	NONE			
<b>f</b> Total of lines 3a through e . . . . .	NONE			
<b>4</b> Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 291,050.				
<b>a</b> Applied to 2010, but not more than line 2a . . . . .			178,484.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
<b>d</b> Applied to 2011 distributable amount . . . . .				112,566.
<b>e</b> Remaining amount distributed out of corpus . . . . .	NONE			
<b>5</b> Excess distributions carryover applied to 2011 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a) )	NONE			NONE
<b>6</b> Enter the net total of each column as indicated below.				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .	NONE			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		NONE		
<b>c</b> 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 . . . . .		NONE		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions . . . . .		NONE		
<b>e</b> Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
<b>f</b> Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012 . . . . .				280,309.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .	NONE			
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) . . . . .	NONE			
<b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2007 . . . . .	NONE			
<b>b</b> Excess from 2008 . . . . .	NONE			
<b>c</b> Excess from 2009 . . . . .	NONE			
<b>d</b> Excess from 2010 . . . . .	NONE			
<b>e</b> Excess from 2011 . . . . .	NONE			

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)**NOT APPLICABLE**

**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 foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008
<b>b</b> 85% of line 2a . . . . .				
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .				
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .				
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .				
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:				
<b>a</b> "Assets" alternative test - enter:				
<b>(1)</b> Value of all assets . . . . .				
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .				
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .				
<b>c</b> "Support" alternative test - enter:				
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .				
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .				
<b>(3)</b> Largest amount of support from an exempt organization . . . . .				
<b>(4)</b> 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 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).)

N/A

**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.

N/A

**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 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:

N/A

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

N/A

**c** Any submission deadlines

N/A

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

N/A

**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
<b>a Paid during the year</b>  SEE STATEMENT 22				
<b>Total</b> . . . . .			▶ <b>3a</b>	291,000.
<b>b Approved for future payment</b>				
<b>Total</b> . . . . .			▶ <b>3b</b>	

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated

Unrelated business income		Excluded by section 512, 513, or 514		(e)
(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions )
<b>Enter gross amounts unless otherwise indicated</b>				
<b>1</b> Program service revenue				
a _____				
b _____				
c _____				
d _____				
e _____				
f _____				
g Fees and contracts from government agencies				
<b>2</b> Membership dues and assessments . . . . .				
<b>3</b> Interest on savings and temporary cash investments				
<b>4</b> Dividends and interest from securities . . . . .		14	90,368.	
<b>5</b> Net rental income or (loss) from real estate				
a Debt-financed property . . . . .				
b Not debt-financed property . . . . .				
<b>6</b> Net rental income or (loss) from personal property .				
<b>7</b> Other investment income . . . . .				
<b>8</b> Gain or (loss) from sales of assets other than inventory		18	51,763.	
<b>9</b> Net income or (loss) from special events . . . . .				
<b>10</b> Gross profit or (loss) from sales of inventory . . .				
<b>11</b> Other revenue a _____				
b <u>ENRON SEC LIT</u>		14	84.	
c <u>FLOWERSERVE LIT</u>		14	2,359.	
d <u>KINDER MORGAN STMT</u>		14	7,515.	
e <u>ROYAL DUTCH STMT</u>		14	35.	
<b>12</b> Subtotal Add columns (b), (d), and (e) . . . . .			152,124.	
<b>13</b> Total Add line 12, columns (b), (d), and (e) . . . . .			13	152,124

(See worksheet in line 13 instructions to verify calculations )

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

[illegible]



## FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
AMERICAN EXPRESS CO INC COM	2,160.	2,160.
ARCHER DANIELS MIDLAND CO COM	1,173.	1,173.
BUCYRUS INTL INC NEW CL A	50.	50.
CBS CORP CL B	900.	900.
CH ENERGY GROUP INC COM	2,175.	2,175.
CABLEVISION SYS CORP COM	3,000.	3,000.
CHEMED CORP NEW COM	600.	600.
COCA COLA CO COM	1,880.	1,880.
DPL INC COM	2,993.	2,993.
DANONE SPONSORED ADR	2,939.	2,939.
DENTSPLY INTL INC NEW COM	300.	300.
DIEBOLD INC COM	3,360.	3,360.
DISNEY WALT CO COM	200.	200.
DISH NETWORK CORP CL A	6,000.	6,000.
DR PEPPER SNAPPLE GROUP COM	1,710.	1,710.
EL PASO ELEC CO COM NEW	1,320.	1,320.
FLOWERS FOODS INC COM	700.	700.
FLOWERVE CORP COM	1,250.	1,250.
GATX CORP COM	2,900.	2,900.
GENERAL MILLS INC COM	2,340.	2,340.
GENUINE PARTS CO COM	3,168.	3,168.
GRIFFON CORP.	100.	100.
GRUPO TELEVISA SA DE CV GLOBAL	604.	604.
HEINZ H J CO COM	1,860.	1,860.
HONEYWELL INTL INC COM	4,110.	4,110.
ITT INDS INC COM	600.	600.
ITT CORP COM	27.	27.
KRAFT FOODS INC CL A	1,740.	1,740.
LEGG MASON INC COM	560.	560.
LUBRIZOL CORP COM	504.	504.
ARUZE CORP ORD	3,567.	3,567.
NATIONAL FUEL GAS CO NJ COM	4,200.	4,200.

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## FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
NEWMONT MNG CORP COM	1,110.	1,110.
NEWS CORP INC CL A	755.	755.
NORTHERN TRUST CORP COM	840.	840.
PATTERSON COS INC COM	920.	920.
SJW CORP COM	2,070.	2,070.
SARA LEE CORP COM	1,725.	1,725.
SCRIPPS NETWORKS INTERACTIVE COM	1,125.	1,125.
SPECTRA ENERGY CORP COM	2,650.	2,650.
TELEPHONE & DATA SYS INC COM	1,880.	1,880.
TELEPHONE & DATA SYS INC COM NEW	1,586.	1,586.
TIME WARNER INC COM	3,548.	3,548.
TREDEGAR INDS INC COM	210.	210.
VIACOM INC NEW CL B	650.	650.
VIVENDI SA ORD	6,354.	6,354.
WASTE MGMT INC DEL COM	1,088.	1,088.
XYLEM INC COM	61.	61.
ZEP INC COM	80.	80.
MONEY MARKET DEPOSIT ACCOUNT	28.	28.
ROLLS ROYCE GROUP ORD CL C	787.	787.
ROLLS ROYCE HOLDINGS PLC ORD	551.	551.
MILLICOM INTL CELLULAR SA COM NEW	3,360.	3,360.
	-----	-----
TOTAL	90,368.	90,368.
	=====	=====



FORM 990PF, PART I - OTHER INCOME

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
ENRON SEC LIT CLAIM	84.	84.
FLOWERVE CORP LIT CLAIM	2,359.	2,359.
KINDER MORGAN SETTLEMENT	7,515.	7,515.
ROYAL DUTCH SHELL SETTLEMENT	35.	35.
	-----	-----
TOTALS	9,993.	9,993.
	=====	=====

FORM 990PF, PART I - TAXES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	3,000.	3,000.
	-----	-----
TOTALS	3,000.	3,000.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
INVESTMENT MGT FEE	18,833.	18,833.	
ADR FEES	200.	200.	
SECRETARY OF STATE FEE	50.		50.
CUSTODIAL FEE	25,000.	25,000.	
TOTALS	44,083.	44,033.	50.

R. S. EVANS FOUNDATION C/O DEUTSCHE BANK

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FORM 990PF, PART II - CORPORATE STOCK  
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
BOYD GAMING		
CBS CORP CL B	11,137.	18,650.
CABLEVISION SYS CORP COM	43,854.	81,420.
CITADEL BROADCASTING CORP COM		71,100.
CLEAR CHANNEL COM INC COM		
DIRECTV GROUP INC COM		
DISNEY WALT CO COM		
DISCOVERY HLDG CO SER A COM		
ECHOSTAR COMM CORP NEW CL A	16,656.	12,564.
FLEETWOOD ENTERPRISES INC COM		
GAYLORD ENTMT CO NEW COM	77,657.	72,420.
GENUINE PARTS CO COM	55,657.	110,160.
GRUPO TELEVISIA SA DE CV ADR	29,597.	84,240.
LIBERTY GLOBAL INC COM SER A	16,780.	36,927.
LIBERTY GLOBAL INC COM	15,385.	35,568.
LIBERTY INTERACTIVE A CO	46,313.	40,538.
LIBERTY MEDIA HOLD CAP SER A	8,309.	58,538.
LIN TV CORP CL A	1,804.	8,460.
MGM MIRAGE INC COM		
MEDIA GENL INC CL A COM		
MODINE MFG CO COM		
ARUZE CORP ORD	13,735.	77,448.
NEWS CORP INC CL A	59,871.	71,360.
SCRIPPS E W CO NEW CL A		
STANDARD MTR PRODS INC SUB		
TIME WARNER INC NEW COM	91,477.	108,420.
VIACOM INC NEW CL B	34,545.	45,410.
VIVENDI SA ORD	122,879.	65,696.
YOUNG BROADCASTING INC CL A		

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FORM 990PF, PART II - CORPORATE STOCK  
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
ARCHER DANIELS MIDLAND CO COM		
CADBURY SCHWEPES PLC ADR		
DEL MONTE FOODS CO COM	4,405.	22,776.
FLOWERS FOODS INC COM	55,169.	80,820.
GENERAL MILLS INC COM		
GROUPE DANOSE SPON ADR		
HEINZ H J CO COM	33,457.	54,040.
AMERICAN EXPRESS CO COM	82,773.	141,510.
AMERIPRISE FINANCIAL INC COM		
ALPHARMA INC CL A		
CHEMED CORP NEW COM	17,687.	51,210.
DENTSPLY INTL INC NEW COM	30,690.	52,485.
PATTERSON COS INC COM	45,505.	59,040.
SCHEIN HENRY INC COM	13,235.	32,215.
ACUTY BRANDS INC COM		
ROLLS ROYCE GROUP PLC ORD	37,444.	57,927.
FLOWERVE CORP COM	11,610.	99,320.
GATX CORP COM	87,609.	109,150.
HONEYWELL INTL INC COM	82,646.	163,050.
ITT INDS INC COM		
ROLLS ROYCE GROUP ORD	30,965.	109,200.
THOMAS & BETTS CORP COM		
TRANE INC COM	30,337.	26,168.
WASTE MGMT INC DEL COM		
WOODWARD GOVERNOR COM		
ROLLS ROYCE GRP PLC B SH ENT		
CNH GLOBAL NV COM NEW	45,965.	89,975.
COGNOS INC COM		
INTERMEC INC COM	27,035.	12,348.

R. S. EVANS FOUNDATION C/O DEUTSCHE BANK

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FORM 990PF, PART II - CORPORATE STOCK  
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
FERRO CORP COM	3,649.	9,780.
INTL FLAVORS AND FRAGRANCES		
SPECTRA ENERGY CORP COM	41,197.	76,875.
ZEP INC COM	2,873.	6,990.
CENTURYTEL INC COM		
CINCINNATI BELL INC NEW	27,310.	30,300.
SPRINT NEXTEL CORP COM	24,368.	11,782.
TELEPHONE & DATA SYS INC COM	214,177.	155,340.
TELEPHONE & DATA SYS INC COM N	124,106.	95,240.
US CELLULAR CORP COM	61,598.	87,260.
ALLEGHENY ENERGY INC COM		
CH ENERGY GROUP INC COM	41,725.	58,380.
DPL INC COM		
DUKE ENERGY CORP COM		
EL PASO ELEC CO COM NEW	27,800.	69,280.
MIRANT CORP NEW COM		
SJW CORP COM	42,355.	70,920.
MIRANT CORP NEW SER B WT		
ASCENT MEDIA CORP ORD CL A	6,929.	13,948.
DIEBOLD INC COM	103,235.	90,210.
DISCOVERY COMM INC CL A	7,437.	20,485.
DISCOVERY COMM INC CL C	5,137.	18,850.
DISH NETWORK CORP CL A	37,843.	85,440.
DR PEPPER SNAPPLE GROUP COM	26,121.	59,220.
GRAFTECH INTL LTD	11,106.	27,300.
LIBERTY MEDIA CORP -ENT SER A		
PEPSIAMERICAS INC COM	92,714.	127,260.
SCRIPTS NETWORKS INTERACTIVE	16,924.	26,664.
TREDEGAR INDS INC		

R. S. EVANS FOUNDATION C/O DEUTSCHE BANK

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FORM 990PF, PART II - CORPORATE STOCK  
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
UST INC COM		
FEDERAL MOGUL CORP COM	17,162.	14,750.
LIBERTY MEDIA-STARZ COM		
THE STAKE AND SHAKE COMPANY		
ALBERTO CULVER CO NEW COM		
COCA COLA CO COM	54,615.	69,970.
DANONE SPONSORED ADR	69,563.	81,965.
LEGG MASON INC COM	47,741.	48,100.
ROLLS ROYCE GRP C SHS ENT ORD		
AOL INC COM		
NATIONAL FUEL GAS CO NJ COM	136,677.	166,740.
BIGLARI HLDGS INC	63,943.	73,648.
LAS VEGAS SANDS CORP	10,632.	12,819.
MADISON SQUARE GARDEN INC	1,608.	57,280.
ARCHER DANIELS MIDLAND CO	37,367.	40,040.
KRAFT FOODS INC	44,586.	56,040.
SARA LEE CORP	73,488.	94,600.
NORTHERN TRUST CORP	62,706.	47,592.
BUCYRUS INTL INC		
GRIFFON CORP	62,115.	45,650.
ADPT CORP		
MCAFEЕ INC		
MILLICOM INTL CELLULAR SA COM	56,150.	70,693.
GENON ENERGY INC	45,218.	15,660.
AMC NETWORKS INC COM CL A		46,975.
DIRECT TV CL A COM	25,814.	85,520.
STEEL EXCEL INC COM	29,580.	24,000.
ENERGIZER HLDGS INC COM	31,743.	38,740.
SANOFI-AVENTIS RTS EXP 12/20		1,200.

R. S. EVANS FOUNDATION C/O DEUTSCHE BANK  
 FORM 990PF, PART II - CORPORATE STOCK  
 =====

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DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
BRINKS CO COM	25,783.	26,880.
EXCELIS INC COM	7,342.	5,430.
GOODRICH CORP COM	121,027.	123,700.
ITT CORP COM	5,671.	5,799.
ROLLS ROYCE HLDS PLC ORD REST	551.	536.
XYLEM INC COM	16,994.	15,414.
BLUE COAT SYS INC COM NEW	75,544.	76,350.
NETLOGIC MICROSYSTEMS INC COM	96,440.	99,140.
NEWMONT MNG CORP COM	80,340.	84,014.
	-----	-----
TOTALS	3,501,192.	4,830,922.
	=====	=====



R. S. EVANS FOUNDATION C/O DEUTSCHE BANK

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FORM 990PF, PART II - OTHER INVESTMENTS  
=====

DESCRIPTION -----	COST/ FMV C OR F -----		ENDING BOOK VALUE -----		ENDING FMV -----	
AXIOM INTL OPPORTUNITY FUND	C		1,840,000.		1,471,951.	
AXIOM INTL MICRO CAP FUND	C		1,000,000.		1,073,687.	
			-----		-----	
TOTALS			2,840,000.		2,545,638.	
			=====		=====	

R. S. EVANS FOUNDATION C/O DEUTSCHE BANK

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FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF  
=====

NAME: TRACEY WHITEHEAD  
DEUTSCHE BANK TRUST  
ADDRESS: 345 PARK AVENUE  
NEW YORK, NY 10154  
  
TELEPHONE NUMBER: (212)454-1054

STATEMENT 12

XD576 2 000

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FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

ROBERT S EVANS

ADDRESS:

114 GLENWOOD DRIVE  
GREENWICH, CT 06830

TITLE:

PRESIDENT

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

OFFICER NAME:

SUSAN C EVANS

ADDRESS:

114 GLENWOOD DRIVE  
GREENWICH, CT 06830

TITLE:

SECRETARY

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

OFFICER NAME:

ASHLEY REID EVANS

ADDRESS:

114 GLENWOOD DRIVE  
GREENWICH, CT 06830

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

OFFICER NAME:

JONATHAN PERRY EVANS

ADDRESS:

114 GLENWOOD DRIVE  
GREENWICH, CT 06830

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

R. S..EVANS FOUNDATION C/O DEUTSCHE BANK

06-1480414

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

MICHAEL ROBINSON

ADDRESS:

114 GLENWOOD DRIVE

GREENWICH, CT 06830

TITLE:

DIRECTOR

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

OFFICER NAME:

DEUTSCHE BANK TRUST COMPANY, N.A.

ADDRESS:

280 PARK AVENUE

NEW YORK, NY 10017

TITLE:

AGENT FOR TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

STATEMENT 14

R. S..EVANS FOUNDATION C/O DEUTSCHE BANK 06-1480414  
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID  
=====

RECIPIENT NAME:  
CHESAPEAKE BAY FOUNDATION  
ADDRESS:  
6 HERNDON AVE  
ANNAPOLIS, MD 21403  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ORGANIZATION'S GENERAL EXEMPT PURPOSE  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:  
EAGLEBROOK SCHOOL  
ADDRESS:  
271 PINE NOOK ROAD  
DEERFIELD, MA 01342  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ORGANIZATION'S GENERAL EXEMPT PURPOSE  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 25,000.

RECIPIENT NAME:  
EARTH ISLAND INSTITUTE  
ADDRESS:  
2150 ALLSTON WAY #460  
BERKELEY, CA 94704  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ORGANIZATION'S GENERAL EXEMPT PURPOSE  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 2,000.

STATEMENT 15

R. S. EVANS FOUNDATION C/O DEUTSCHE BANK 06-1480414  
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID  
=====

RECIPIENT NAME:  
HEBRON ACADEMY  
ADDRESS:  
339 PARIS ROAD  
HEBRON, ME 04238  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ORGANIZATION'S GENERAL EXEMPT PURPOSE  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 100,000.

RECIPIENT NAME:  
NATIONAL PUBLIC RADIO  
ADDRESS:  
160 VARRICK STREET  
NEW YORK, NY 10013  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ORGANIZATION'S GENERAL EXEMPT PURPOSE  
FOUNDATION STATUS OF RECIPIENT:  
NONE  
AMOUNT OF GRANT PAID ..... 15,000.

RECIPIENT NAME:  
PROSTATE CANCER FOUNDATION  
ADDRESS:  
1250 FOURTH STREET  
SANTA MONICA, CA 90401  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ORGANIZATION'S GENERAL EXEMPT PURPOSE  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 20,000.

R. S. EVANS FOUNDATION C/O DEUTSCHE BANK 06-1480414  
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID  
=====

RECIPIENT NAME:  
ST LAWRENCE UNIVERSITY  
ADDRESS:  
23 ROMODA DRIVE  
CANTON, NY 13617  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ORGANIZATION'S GENERAL EXEMPT PURPOSE  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 1,000.

RECIPIENT NAME:  
SUFFIELD ACADEMY  
ADDRESS:  
185 NORTH STREET  
SUFFIELD, CT 06078  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ORGANIZATION'S GENERAL EXEMPT PURPOSE  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 2,000.

RECIPIENT NAME:  
TAFT SCHOOL  
ADDRESS:  
100 WOODBURY ROAD  
WATERTOWN, CT 06795  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ORGANIZATION'S GENERAL EXEMPT PURPOSE  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 3,000.

STATEMENT 17

RECIPIENT NAME:  
TRICKLE UP  
ADDRESS:  
104 W 27TH STREET - 12 TH FL  
NEW YORK, NY 10001  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ORGANIZATION'S GENERAL EXEMPT PURPOSE  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT

RECIPIENT NAME:  
TRINITY COLLEGE  
ADDRESS:  
300 SUMMIT STREET  
HARTFORD, CT 06106  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ORGANIZATION'S GENERAL EXEMPT PURPOSE  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 2,000.

RECIPIENT NAME:  
WORLD WILDLIFE FUND  
ADDRESS:  
1250 24TH STREET NW - BOX 97180  
WASHINGTON, DC 20090  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ORGANIZATION'S GENERAL EXEMPT PURPOSE  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT



RECIPIENT NAME:  
STAMFORD HOSPITAL  
ADDRESS:  
30 SHELBURNE ROAD  
STAMFORD, CT 06904  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ORGANIZATION'S GENERAL EXEMPT PURPOSE  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:  
GRAYSON-JOCKEY CLUB  
RESEARCH FOUNDATION  
ADDRESS:  
821 CORPORATE DRIVE  
LEXINGTON, KY 40503  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ORGANIZATION'S GENERAL EXEMPT PURPOSE  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT

RECIPIENT NAME:  
MAYO CLINIC  
ADDRESS:  
200 FIRST STREET SW  
ROCHESTER, MN 55905  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ORGANIZATION'S GENERAL EXEMPT PURPOSE  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:  
UNIVERSITY OF  
PENNSYLVANIA  
ADDRESS:  
3451 WALNUT STREET  
PHILADELPHIA, PA 19104  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ORGANIZATION'S GENERAL EXEMPT PURPOSE  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT

RECIPIENT NAME:  
BABSON BUSINESS SCHOOL  
ADDRESS:  
231 FOREST ST  
BABSON PARK, MA 02457  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ORGANIZATION'S GENERAL EXEMPT PURPOSE  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 2,000.

RECIPIENT NAME:  
CHILDREN'S SCHOOL  
ADDRESS:  
118 SCOFIELDTOWN RD  
STAMFORD, CT 06903  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ORGANIZATION'S GENERAL EXEMPT PURPOSE  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 2,000.

RECIPIENT NAME:  
COLUMBIA UNIVERSITY  
ADDRESS:  
622 W 113TH ST  
NEW YORK, NY 10025  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ORGANIZATION'S GENERAL EXEMPT PURPOSE  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 35,000.

RECIPIENT NAME:  
PEN PRISON WRITING  
PROGRAM  
ADDRESS:  
588 BROADWAY - STE 303  
NEW YORK, NY 10012  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ORGANIZATIONS EXEMPT PURPOSE  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 25,000.

RECIPIENT NAME:  
GLOBAL PARTNERSHIP  
FOR AFGHANISTAN  
ADDRESS:  
P O BOX 1237  
NEW YORK, NY 10276  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ORGANIZATIONS GENERAL EXEMPT PURPOSE  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 27,500.

R. S..EVANS FOUNDATION C/O DEUTSCHE BANK 06-1480414  
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID  
=====

RECIPIENT NAME:  
GULF OF MAINE  
ADDRESS:  
350 COMMERCIAL ST  
PORTLAND, ME 04101  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ORGANIZATIONS GENERAL EXEMPT PURPOSE  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 2,000.

RECIPIENT NAME:  
RETT  
ADDRESS:  
4600 DEVITT DRIVE  
CINCINNATI, OH 45246  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
ORGANIZATIONS GENERAL EXEMPT PURPOSE  
FOUNDATION STATUS OF RECIPIENT:  
EXEMPT  
AMOUNT OF GRANT PAID ..... 2,500.

TOTAL GRANTS PAID: 291,000.  
=====

**SCHEDULE D**  
**(Form 1041)**

Department of the Treasury  
Internal Revenue Service

**Capital Gains and Losses**

▶ **Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

**2011**

Name of estate or trust

R. S. EVANS FOUNDATION C/O DEUTSCHE BANK

Employer identification number

06-1480414

**Note:** Form 5227 filers need to complete **only** Parts I and II

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co )	(b) Date acquired (mo , day, yr )	(c) Date sold (mo , day, yr )	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>1a</b>					

<b>b</b> Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b . . . . .	<b>1b</b>	9,646.
<b>2</b> Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .	<b>2</b>	
<b>3</b> Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	<b>3</b>	
<b>4</b> Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet . . . . .	<b>4</b>	( )
<b>5</b> <b>Net short-term gain or (loss).</b> Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back . . . . . ▶	<b>5</b>	9,646.

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co )	(b) Date acquired (mo , day, yr )	(c) Date sold (mo , day, yr )	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>6a</b>					

<b>b</b> Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b . . . . .	<b>6b</b>	42,117.
<b>7</b> Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .	<b>7</b>	
<b>8</b> Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	<b>8</b>	
<b>9</b> Capital gain distributions . . . . .	<b>9</b>	
<b>10</b> Gain from Form 4797, Part I . . . . .	<b>10</b>	
<b>11</b> Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet . . . . .	<b>11</b>	( )
<b>12</b> <b>Net long-term gain or (loss).</b> Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back . . . . . ▶	<b>12</b>	42,117.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2011

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
<b>Caution:</b> Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		9,646.
14	Net long-term gain or (loss):			
a	Total for year	14a		42,117.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh.)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		51,763.

**Note:** If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation	
16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of
a	The loss on line 15, column (3) or b \$3,000
16	( )

**Note:** If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates	
<b>Form 1041 filers.</b> Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.	
<b>Caution:</b> Skip this part and complete the <b>Schedule D Tax Worksheet</b> in the instructions if:	
• Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or	
• Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.	
<b>Form 990-T trusts.</b> Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the <b>Schedule D Tax Worksheet</b> in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.	

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0-	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24?		
	<input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box.		
	<input type="checkbox"/> No. Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same?		
	<input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31		
	<input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% ( 15 )	30	
31	Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

Schedule D (Form 1041) 2011



Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

R. S. EVANS FOUNDATION C/O DEUTSCHE BANK

06-1480414

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
<b>6a</b> 3000. ALLEGHENY ENERGY INC	02/20/2004	02/01/2011	78,528.00	24,667.00	53,861.00
1000. ARCHER DANIELS MIDLA	10/25/2007	02/15/2011	36,379.00	34,752.00	1,627.00
600. ARCHER DANIELS MIDLAN	08/07/2008	02/23/2011	21,873.00	16,014.00	5,859.00
500. BOYD GAMING CORP COM	12/18/2008	07/27/2011	4,832.00	2,539.00	2,293.00
1000. CABLEVISION SYS CORP	07/29/2002	02/23/2011	36,576.00	1,376.00	35,200.00
1000. CABLEVISION SYS CORP	07/29/2002	04/27/2011	34,758.00		34,758.00
3000. DPL INC COM	01/09/2003	10/27/2011	90,838.00	63,235.00	27,603.00
1500. DANONE SPONSORED ADR	12/28/2005	10/27/2011	21,357.00	16,053.00	5,304.00
400. DIRECTV CL A COM	12/01/2004	02/23/2011	18,288.00	5,931.00	12,357.00
700. FLOWERS FOODS INC COM	01/09/2003	02/23/2011	18,352.00	3,854.00	14,498.00
600. INTERMEC INC COM	01/29/2007	02/23/2011	6,497.00	13,893.00	-7,396.00
1000. LIN TV CORP CL A	09/25/2006	02/23/2011	5,734.00	7,784.00	-2,050.00
500. MADISON SQUARE GARDEN A	06/04/2002	02/23/2011	13,712.00	2,602.00	11,110.00
7672. MIRANT CORP NEW WT 0	11/01/2002	01/05/2011		107,344.00	-107,344.00
2500. NEWS CORP INC CL A	01/16/2004	03/02/2011	42,491.00	37,419.00	5,072.00
1000. NEWS CORP INC CL A	01/16/2004	07/13/2011	16,113.00	14,968.00	1,145.00
1500. TELEPHONE & DATA SYS	08/22/2001	03/02/2011	42,329.00	74,600.00	-32,271.00
1000. TELEPHONE & DATA SYS	05/13/2008	07/13/2011	27,049.00	40,802.00	-13,753.00
1033. TIME WARNER INC COM	04/22/2002	10/27/2011	36,583.00	42,339.00	-5,756.00

**6b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 6b 42,117.00

Schedule D-1 (Form 1041) 2011

JSA

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