



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

**2011**

Department of the Treasury  
Internal Revenue Service

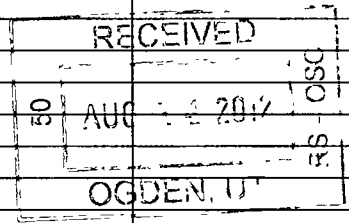
**Note.** The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2011 or tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

Name of foundation <b>HERMES FOUNDATION, INC.</b>		A Employer identification number <b>22-2560268</b>
Number and street (or P O box number if mail is not delivered to street address) <b>C/O ROPES &amp; GRAY, 800 BOYLSTON STREET</b>		B Telephone number <b>(617)951-7000</b>
City or town, state, and ZIP code <b>BOSTON, MA 02199-3600</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H 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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ <b>1,222,418.18</b> (Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received			N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	4.63	4.63		STATEMENT 1
4 Dividends and interest from securities	26,589.07	26,589.07		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	51,796.16			
b Gross sales price for all assets on line 6a	480,703.78			
7 Capital gain net income (from Part IV, line 2)		51,796.16		
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)				
11 Other income	4,482.87	0.00		STATEMENT 3
12 Total. Add lines 1 through 11	82,872.73	78,389.86		
13 Compensation of officers, directors, trustees, etc	0.00	0.00		0.00
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees	9,838.40	4,919.20		4,919.20
c Other professional fees	18,380.20	9,190.10		9,190.10
17 Interest				
18 Taxes	3,047.56	414.69		0.00
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses	169.27	104.32		64.95
24 Total operating and administrative expenses. Add lines 13 through 23	31,435.43	14,628.31		14,174.25
25 Contributions, gifts, grants paid	49,850.00			49,850.00
26 Total expenses and disbursements. Add lines 24 and 25	81,285.43	14,628.31		64,024.25
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	1,587.30			
b Net investment income (if negative, enter -0-)		63,761.55		
c Adjusted net income (if negative, enter -0-)			N/A	

Substantive Revenue AUG 27 2012



P 14

**Part II Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
<b>Assets</b>	1	Cash - non-interest-bearing	16,711.90	11,858.60	11,858.60
	2	Savings and temporary cash investments	3,542.83	19,547.98	19,547.98
	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			
	7	Other notes and loans receivable ▶			
		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 <b>STMT 8</b>	50,544.41	0.00	0.00
	b	Investments - corporate stock <b>STMT 9</b>	703,986.06	569,755.41	649,753.13
	c	Investments - corporate bonds			
11	Investments - land, buildings, and equipment: basis ▶				
	Less accumulated depreciation ▶				
12	Investments - mortgage loans				
13	Investments - other <b>STMT 10</b>	357,171.35	533,143.78	541,258.47	
14	Land, buildings, and equipment: basis ▶				
	Less accumulated depreciation ▶				
15	Other assets (describe ▶)				
16	<b>Total assets (to be completed by all filers)</b>	<b>1,131,956.55</b>	<b>1,134,305.77</b>	<b>1,222,418.18</b>	
<b>Liabilities</b>	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			
	22	Other liabilities (describe ▶)			
23	<b>Total liabilities (add lines 17 through 22)</b>	<b>0.00</b>	<b>0.00</b>		
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	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 ▶ <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	1,131,956.55	1,134,305.77	
28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.00	0.00		
29	Retained earnings, accumulated income, endowment, or other funds	0.00	0.00		
30	<b>Total net assets or fund balances</b>	<b>1,131,956.55</b>	<b>1,134,305.77</b>		
31	<b>Total liabilities and net assets/fund balances</b>	<b>1,131,956.55</b>	<b>1,134,305.77</b>		

**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	1,131,956.55
2	Enter amount from Part I, line 27a	2	1,587.30
3	Other increases not included in line 2 (itemize) ▶ <b>TAX COST ADJUSTMENT</b>	3	761.92
4	Add lines 1, 2, and 3	4	1,134,305.77
5	Decreases not included in line 2 (itemize) ▶	5	0.00
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,134,305.77

**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</b>			
<b>b</b> SEE ATTACHED STATEMENTS			
<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>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b> 480,703.78		428,907.62	51,796.16

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	
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			51,796.16

<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 }	2	51,796.16
<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). If (loss), enter -0- in Part I, line 8		3	N/A

**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 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	64,815.00	1,176,756.00	.055079
2009	65,002.00	1,061,435.00	.061240
2008	62,164.00	1,261,463.00	.049279
2007	63,212.00	1,370,152.00	.046135
2006	63,811.00	1,282,502.00	.049755

<b>2</b> Total of line 1, column (d)	2	.261488
<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	3	.052298
<b>4</b> Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,239,060.10
<b>5</b> Multiply line 4 by line 3	5	64,800.37
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	6	637.62
<b>7</b> Add lines 5 and 6	7	65,437.99
<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.	8	64,024.25

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

1a	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	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	1	1,275.23
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	0.00
3	Add lines 1 and 2	3	1,275.23
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.00
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	1,275.23
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,632.87
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	2,632.87
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	1,357.64
11	Enter the amount of line 10 to be: <b>Credited to 2012 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	11	0.00

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

N/A

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)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of ROPES & GRAY LLP Telephone no. 617 951-7000 Located at 800 BOYLSTON STREET, BOSTON, MA ZIP+4 02199-3600
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 N/A
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country 16 Yes No 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.
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 X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No X
(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 X
(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 X
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 N/A
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 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? Yes No X
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.) N/A
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? Yes No X
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) N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011? 4b X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?  Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?  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)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here  N/A

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). N/A

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?  Yes  No

**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.

(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 11		0.00	0.00	0.00

**2** Compensation of five highest-paid employees (other than those included on line 1). 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. 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 HERMES FOUNDATION, INC. IS A PRIVATE FOUNDATION WHICH DISTRIBUTES INVESTMENT INCOME TO PRESELECTED CHARITABLE ORGANIZATIONS QUALIFYING UNDER IRC SEC 501(C)(3).	0.00
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
3	

**Total.** Add lines 1 through 3 ▶ 0.00

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see 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	1,199,578.93
b	Average of monthly cash balances	1b	58,350.11
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	1,257,929.04
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.00
2	Acquisition indebtedness applicable to line 1 assets	2	0.00
3	Subtract line 2 from line 1d	3	1,257,929.04
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	18,868.94
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,239,060.10
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	61,953.01

**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.)

1	Minimum investment return from Part X, line 6	1	61,953.01
2a	Tax on investment income for 2011 from Part VI, line 5	2a	1,275.23
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,275.23
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	60,677.78
4	Recoveries of amounts treated as qualifying distributions	4	0.00
5	Add lines 3 and 4	5	60,677.78
6	Deduction from distributable amount (see instructions)	6	0.00
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	60,677.78

**Part XII Qualifying Distributions** (see 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	64,024.25
b	Program-related investments - total from Part IX-B	1b	0.00
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	<b>Qualifying distributions</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	64,024.25
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	5	0.00
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	64,024.25

**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				60,677.78
<b>2</b> Undistributed income, if any, as of the end of 2011				
<b>a</b> Enter amount for 2010 only			33,278.00	
<b>b</b> Total for prior years:		0.00		
<b>3</b> Excess distributions carryover, if any, to 2011:				
<b>a</b> From 2006				
<b>b</b> From 2007				
<b>c</b> From 2008				
<b>d</b> From 2009				
<b>e</b> From 2010				
<b>f</b> Total of lines 3a through e	0.00			
<b>4</b> Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 64,024.25				
<b>a</b> Applied to 2010, but not more than line 2a			33,278.00	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.00		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.00			
<b>d</b> Applied to 2011 distributable amount				30,746.25
<b>e</b> Remaining amount distributed out of corpus	0.00			
<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))	0.00			0.00
<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	0.00			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.00		
<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		0.00		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.00		
<b>e</b> Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.00	
<b>f</b> Undistributed income for 2011 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				29,931.53
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.00			
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7	0.00			
<b>9</b> Excess distributions carryover to 2012 Subtract lines 7 and 8 from line 6a	0.00			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2007				
<b>b</b> Excess from 2008				
<b>c</b> Excess from 2009				
<b>d</b> Excess from 2010				
<b>e</b> Excess from 2011				

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)

N/A

**1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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)

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

	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).)

NONE

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

NONE

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

Check here  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:

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

**c** Any submission deadlines:

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

**Part XV** Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
AMERICAN ACADEMY IN BERLIN 14 EAST 60TH STREET, SUITE 604 NEW YORK, NY 10022	N/A	PUBLIC CHARITY	GENERAL PURPOSES	1,000.00
AMERICAN JUDICATURE SOCIETY 2700 UNIVERSITY AVENUE DES MOINES, IA 50311	N/A	PUBLIC CHARITY	GENERAL PURPOSES	1,500.00
AUTISM SPEAKS 1 EAST 33RD STREET, 4TH FLOOR NEW YORK, NY 10016	N/A	PUBLIC CHARITY	GENERAL PURPOSES	100.00
BIG APPLE CIRCUS 505 EIGHTH AVE, 19TH FLOOR NEW YORK, NY 10018-6505	N/A	PUBLIC CHARITY	GENERAL PURPOSES	500.00
BOSTON UNIVERSITY SCHOOL OF LAW P. O. BOX 15716 BOSTON, MA 02215	N/A	PUBLIC CHARITY	GENERAL PURPOSES	1,000.00
<b>Total</b> SEE CONTINUATION SHEET(S) ▶ 3a				49,850.00
<b>b Approved for future payment</b>				
NONE				
<b>Total</b> ▶ 3b				0.00

**Part XV** Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
CHARITY NAVIGATOR 139 HARRISTOWN ROAD, SUITE 201 GLEN ROCK, NJ 07452	N/A	PUBLIC CHARITY	GENERAL PURPOSES	50,00
COLORADO CRIMINAL JUSTICE REFORM COALITION 1212 MARIPOSA STREET, #6 DENVER, CO 80204	N/A	PUBLIC CHARITY	GENERAL PURPOSES	750,00
COMMON GOOD GARDENS P.O. BOX 1224 OLD SAYBROOK, CT 06475	N/A	PUBLIC CHARITY	GENERAL PURPOSES	1,000,00
CONNECTICUT FUND FOR THE ENVIRONMENT 205 WHITNEY AVENUE NEW HAVEN, CT 06511	N/A	PUBLIC CHARITY	GENERAL PURPOSES	250,00
DRUG POLICY ALLIANCE 70 WEST 36TH STREET, 16TH FL NEW YORK, NY 10018	N/A	PUBLIC CHARITY	GENERAL PURPOSES	50,00
ESSEX LAND CONSERVATION TRUST P. O. BOX 373 ESSEX, CT 06426	N/A	PUBLIC CHARITY	GENERAL PURPOSES	750,00
ESSEX LIBRARY ASSOCIATION 33 WEST AVENUE ESSEX, CT 06426	N/A	PUBLIC CHARITY	GENERAL PURPOSES	1,000,00
FOOD BANK FOR LARIMER COUNTY 1301 BLUE SPRUCE, P. O. BOX 2221 FT. COLLINS, CO 80525	N/A	PUBLIC CHARITY	GENERAL PURPOSES	2,000,00
FOOTHILLS GATEWAY, INC 301 SKYWAY DRIVE FT. COLLINS, CO 80525	N/A	PUBLIC CHARITY	GENERAL PURPOSES	500,00
FORT LEWIS COLLEGE ALUMNI ASSOCIATION 1000 RIM DRIVE DURANGO, CO 81301	N/A	PUBLIC CHARITY	GENERAL PURPOSES	1,000,00
<b>Total from continuation sheets</b>				<b>45,750,00</b>

**Part XV** Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
HABITAT FOR HUMANITY 121 HABITAT STREET AMERICUS, GA 31709	N/A	PUBLIC CHARITY	GENERAL PURPOSES	1,000.00
HEIFER INTERNATIONAL P. O. BOX 1692 MERRIFIELD, VA 22116-1692	N/A	PUBLIC CHARITY	GENERAL PURPOSES	1,100.00
INCARNATION CENTER P. O. BOX 577 IVORYTON, CT 06442	N/A	PUBLIC CHARITY	GENERAL PURPOSES	250.00
IVORYTON LIBRARY ASSOCIATION P. O. BOX 515 IVORYTON, CT 06442	N/A	PUBLIC CHARITY	GENERAL PURPOSES	1,000.00
KIMBALL UNION ACADEMY P. O. BOX 188 MERIDEN, NH 03770	N/A	PUBLIC CHARITY	GENERAL PURPOSES	750.00
KUNC 822 SEVENTH STREET, #530 GREELEY, CO 80631	N/A	PUBLIC CHARITY	GENERAL PURPOSES	1,000.00
LSU DEPT OF POLITICAL SCIENCE 240 STUBBS HALL, LSU BATON ROUGE, LA 70803-5433	N/A	PUBLIC CHARITY	GENERAL PURPOSES	750.00
MASSACHUSETTS HISTORICAL SOCIETY 1154 BOYLSTON STREET BOSTON, MA 02215	N/A	PUBLIC CHARITY	GENERAL PURPOSES	11,000.00
MCCLELLAND CHIDRENS FOUNDATION 415 E ABRIENDO AVE PUEBLO, CO 81004	N/A	PUBLIC CHARITY	GENERAL PURPOSES	500.00
MIDDLESEX SCHOOL 1400 LOWELL ROAD CONCORD, MA 01742	N/A	PUBLIC CHARITY	GENERAL PURPOSES	100.00
<b>Total from continuation sheets</b>				

**Part XV** Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
MOORE FREE LIBRARY P. O. BOX 208 DEEP RIVER, CT 06417	N/A	PUBLIC CHARITY	GENERAL PURPOSES	100.00
NATURE CONSERVANCY 4245 N. FAIRFAX DRIVE, SUITE 100 ARLINGTON, VA 22203	N/A	PUBLIC CHARITY	GENERAL PURPOSES	1,500.00
NEW ENGLAND VILLAGE 664 SCHOOL STREET PEMBROKE, MA 02359	N/A	PUBLIC CHARITY	GENERAL PURPOSES	5,000.00
NORTHWEST PARKINSON'S FOUNDATION 400 MERCER STREET, #504 SEATTLE, WA 98109	N/A	PUBLIC CHARITY	GENERAL PURPOSES	500.00
PROVINCETOWN ART ASSOC AND MUSEUM 460 COMMERCIAL STREET PROVINCETOWN, MA 02657	N/A	PUBLIC CHARITY	GENERAL PURPOSES	2,500.00
PURGATOIRE, APISHIPA & COMANCHE GRASSLAND P. O. BOX 773 TRINIDAD, CO 81082	N/A	PUBLIC CHARITY	GENERAL PURPOSES	750.00
ROCKY MOUNTAIN NATIONAL PARK ASSOC, INC ROCKY MOUNTAIN NATIONAL PARK ESTES PARK, CO 80517	N/A	PUBLIC CHARITY	GENERAL PURPOSES	1,000.00
SALVATION ARMY P. O. BOX 2145 FT. COLLINS, CO 80522	N/A	PUBLIC CHARITY	GENERAL PURPOSES	2,000.00
SHORELINE SOUP KITCHENS AND PANTRIES P. O. BOX 804 ESSEX, CT 06426	N/A	PUBLIC CHARITY	GENERAL PURPOSES	1,500.00
SIERRA CLUB FOUNDATION 85 SECOND STREET SAN FRANCISCO, CA 94105	N/A	PUBLIC CHARITY	GENERAL PURPOSES	1,000.00
<b>Total from continuation sheets</b>				

**Part XV** Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
THE VINCENT CLUB 71 BRIMMER STREET BOSTON, MA 02018	N/A	PUBLIC CHARITY	GENERAL PURPOSES	100.00
THOMAS JEFFERSON FOUNDATION P. O. BOX 217 CHARLOTTESVILLE, VA 22902	N/A	PUBLIC CHARITY	GENERAL PURPOSES	1,000.00
THOMAS JEFFERSON HERITAGE FOUNDATION P. O. BOX 4482 CHARLOTTESVILLE, VA 22905-4482	N/A	PUBLIC CHARITY	GENERAL PURPOSES	250.00
TRI-TOWN YOUTH SERVICE 56 HIGH STREET DEEP RIVER, CT 06417	N/A	PUBLIC CHARITY	GENERAL PURPOSES	200.00
WELLFLEET POLICE RELIEF ASSOCIATION 36 GROSS HILL ROAD WELLFLEET, MA 02667	N/A	PUBLIC CHARITY	GENERAL PURPOSES	250.00
WELLFLEET PUBLIC LIBRARY 55 WEST MAIN STREET WELLFLEET, MA 02667	N/A	PUBLIC CHARITY	GENERAL PURPOSES	1,250.00
WILLISTON NORTHAMPTON SCHOOL 19 PAYSON AVENUE EASTHAMPTON, MA 01027	N/A	PUBLIC CHARITY	GENERAL PURPOSES	750.00
WNMU - PUBLIC RADIO 90 1401 PRESQUE ISLE AVE MARQUETTE, MI 49855	N/A	PUBLIC CHARITY	GENERAL PURPOSES	500.00
WNMU - TV 13 NORTHERN MICHIGAN UNIVERSITY, 1401 PRESQUE ISLE AVE MARQUETTE, MI 49855	N/A	PUBLIC CHARITY	GENERAL PURPOSES	500.00
WSHU 5151 PARK AVENUE FAIRFIELD, CT 06825	N/A	PUBLIC CHARITY	GENERAL PURPOSES	300.00
<b>Total from continuation sheets</b>				





**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 175 SHS WALGREEN CO	P		01/04/11
b 460.829 SHS PIMCO TOTAL RETURN FD	P		01/31/11
c 100 SHS COSTCO WHOLESALE CORP	P		02/07/11
d 100 SHS WALGREEN CO	P		02/07/11
e 100 SHS WALGREEN CO	P		02/14/11
f 100 SHS OCCIDENTAL PETROLEUM CORP	P		02/24/11
g 100 SHS AUTOMATIC DATA PROCESSING INC	P		03/22/11
h 150 SHS BERKSHIRE HATHAWAY INC CL B	P		03/22/11
i 175 SHS CHUBB CORP	P		03/22/11
j 525 SHS COMCAST CORP CL A	P		03/22/11
k 75 SHS COSTCO WHOLESALE CORP	P		03/22/11
l 350 SHS DELL INC	P		03/22/11
m 50 SHS DENTSPLY INTL INC	P		03/22/11
n 75 SHS ECOLAB INC	P		03/22/11
o 75 SHS JOHNSON & JOHNSON	P		03/22/11

(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 6,967.18		5,766.30	1,200.88
b 5,000.00		5,032.25	-32.25
c 7,389.48		4,562.30	2,827.18
d 4,248.43		3,295.03	953.40
e 4,247.67		3,295.03	952.64
f 10,398.30		5,035.00	5,363.30
g 5,008.41		4,005.42	1,002.99
h 12,755.02		10,811.85	1,943.17
i 10,395.67		9,549.01	846.66
j 12,670.94		14,919.09	-2,248.15
k 5,379.26		2,776.49	2,602.77
l 5,111.69		8,169.00	-3,057.31
m 1,777.71		1,527.09	250.62
n 3,653.54		3,279.33	374.21
o 4,417.03		4,625.60	-208.57

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,200.88
b			-32.25
c			2,827.18
d			953.40
e			952.64
f			5,363.30
g			1,002.99
h			1,943.17
i			846.66
j			-2,248.15
k			2,602.77
l			-3,057.31
m			250.62
n			374.21
o			-208.57

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
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). If (loss), enter "-0-" in Part I, line 8 }	3

HERMES FOUNDATION, INC.

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 125 SHS LIBERTY GLOBAL INC SER A	P		03/22/11
b 450 SHS LIBERTY MEDIA CORP INTERACTIVE A	P		03/22/11
c 50 SHS MICROSOFT CORP	P		03/22/11
d 150 SHS NESTLE S A SPD ADR	P		03/22/11
e 225 SHS PROGRESSIVE CORP	P		03/22/11
f 150 SHS U S BANCORP	P		03/22/11
g 75 SHS WAL-MART STORES INC	P		03/22/11
h 275 SHS WASTE MANAGEMENT INC	P		03/22/11
i 50 SHS EOG RESOURCES INC	P		03/25/11
j 75 SHS W W GRAINGER INC	P		04/01/11
k 75 SHS COSTCO WHOLESALE CORP	P		04/15/11
l 100 SHS COCA-COLA CO	P		04/18/11
m 75 SHS W W GRAINGER INC	P		04/20/11
n 75 SHS COSTCO WHOLESALE CORP	P		05/12/11
o 75 SHS NOVARTIS AG ADR	P		06/01/11

(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 5,140.53		4,561.25	579.28
b 7,017.66		9,481.43	-2,463.77
c 1,264.22		1,796.88	-532.66
d 8,367.58		5,982.00	2,385.58
e 4,692.29		4,273.25	419.04
f 3,959.19		3,746.69	212.50
g 3,902.54		3,503.25	399.29
h 10,130.16		9,570.00	560.16
i 5,776.90		4,725.47	1,051.43
j 10,380.67		5,561.99	4,818.68
k 5,753.28		2,776.49	2,976.79
l 6,702.73		4,099.00	2,603.73
m 11,166.43		5,528.66	5,637.77
n 6,216.86		2,776.50	3,440.36
o 4,835.53		4,149.70	685.83

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			579.28
b			-2,463.77
c			-532.66
d			2,385.58
e			419.04
f			212.50
g			399.29
h			560.16
i			1,051.43
j			4,818.68
k			2,976.79
l			2,603.73
m			5,637.77
n			3,440.36
o			685.83

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
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). If (loss), enter "-0-" in Part I, line 8 }	3

HERMES FOUNDATION, INC.

**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 100 SHS NESTLE S A SPD ADR	P		06/02/11
b 150 SHS WALGREEN CO	P		07/21/11
c \$50,000 FHLB 5.375% 8/19/2011	P		08/19/11
d 325 SHS WALGREEN CO	P		09/07/11
e 125 SHS COCA COLA CO	P		09/20/11
f 125 SHS COCA COLA CO	P		10/19/11
g 75 SHS LIBERTY GLOBAL INC	P		11/29/11
h 75 SHS LIBERTY GLOBAL INC	P		11/30/11
i 125 SHS COSTOCO WHOLESALE CORP	P		12/01/11
j 100 SHS LIBERTY GLOBAL INC SER A	P		12/01/11
k 4022.526 SHS BBH INTL EQUITY FUND CL N	P		12/05/11
l 200 SHS LIBERTY GLOBAL INC SER A	P		12/07/11
m 75 SHS VISA INC CL A	P		12/20/11
n 9746.589 SHS BBH BROAD MARKET FUND CL N	P		12/29/11
o CAPITAL GAINS DIVIDENDS			

(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 6,398.37		3,988.00	2,410.37
b 6,131.13		4,942.55	1,188.58
c 50,000.00		50,544.41	-544.41
d 11,714.39		9,202.35	2,512.04
e 8,900.13		5,109.55	3,790.58
f 8,447.99		5,106.00	3,341.99
g 2,923.74		2,736.75	186.99
h 2,943.35		2,736.75	206.60
i 10,622.92		4,627.49	5,995.43
j 3,944.13		3,649.00	295.13
k 50,000.00		62,643.43	-12,643.43
l 7,951.23		7,298.00	653.23
m 7,477.73		5,790.10	1,687.63
n 100,000.00		101,351.89	-1,351.89
o 8,521.77			8,521.77

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			2,410.37
b			1,188.58
c			-544.41
d			2,512.04
e			3,790.58
f			3,341.99
g			186.99
h			206.60
i			5,995.43
j			295.13
k			-12,643.43
l			653.23
m			1,687.63
n			-1,351.89
o			8,521.77

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	51,796.16
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). If (loss), enter "-0-" in Part I, line 8	3	N/A

---



---

**FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1**


---

SOURCE	AMOUNT
BROWN BROTHERS HARRIMAN	4.63
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	4.63

---



---



---

**FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2**


---

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BROWN BROTHERS HARRIMAN CAPITAL GAIN DIVIDEND	8,521.77	8,521.77	0.00
BROWN BROTHERS HARRIMAN- DIVIDENDS	23,901.57	0.00	23,901.57
BROWN BROTHERS HARRIMAN- INTEREST	2,687.50	0.00	2,687.50
TOTAL TO FM 990-PF, PART I, LN 4	35,110.84	8,521.77	26,589.07

---



---



---

**FORM 990-PF OTHER INCOME STATEMENT 3**


---

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OVERPAYMENT OF 2010 FEDERAL EXCISE TAX	2,632.87	0.00	
REDUCTION IN AMOUNT OF OVERPAID FEDERAL EXCISE TAXES	1,850.00	0.00	
TOTAL TO FORM 990-PF, PART I, LINE 11	4,482.87	0.00	

---

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ROPES & GRAY LLP-LEGAL, ADMIN AND TAX SERVICES	9,838.40	4,919.20		4,919.20
TO FORM 990-PF, PG 1, LN 16B	9,838.40	4,919.20		4,919.20

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BROWN BROTHERS HARRIMAN - INVESTMENT FEES	18,380.20	9,190.10		9,190.10
TO FORM 990-PF, PG 1, LN 16C	18,380.20	9,190.10		9,190.10

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	2,632.87	0.00		0.00
FOREIGN TAX WITHHELD	414.69	414.69		0.00
TO FORM 990-PF, PG 1, LN 18	3,047.56	414.69		0.00

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
-------------	----------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MA PC FILING FEE & RELATED EXPENSES	35.00	35.00		0.00
FOREIGN DIVIDEND - AGENT FEES	4.37	4.37		0.00
BANK FEES	129.90	64.95		64.95
TO FORM 990-PF, PG 1, LN 23	169.27	104.32		64.95

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	8
-------------	--	-----------	---

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
\$50,000 FHLB 5.375% 08/19/11	X		0.00	0.00
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.00	0.00

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
300 SHS AUTOMATIC DATA PROCEESING INC	12,015.69	16,203.00
500 SHS BERKSHIRE HATHAWAY INC CL B	36,039.50	38,150.00
525 SHS DENTSPLY INTL INC	14,832.88	18,369.75
425 SHS CHUBB CORP	22,028.77	29,418.50
350 SHS COCA COLA CO	0.00	0.00
1350 SHS COMCAST CORP CL A	33,064.93	32,008.50
450 SHS COSTCO WHOLESALE CORP	0.00	0.00
400 SHS DIAGEO PLC SPONS ADR	23,211.25	34,968.00
1075 SHS DELL INC	24,462.25	15,727.25
675 SHS EBAY INC	9,778.10	20,472.75
575 SHS LIBERTY GLOBAL INC COM SER A	0.00	0.00
1125 SHS LIBERTY MEDIA HLDG CORP INTERACTIVE A	19,612.93	18,241.88
500 SHS MICROSOFT CORP	14,842.47	12,980.00
575 SHS NESTLE SA SPONS ADR	22,931.00	33,183.25

500 SHS NOVARTIS AG-ADR	25,856.81	28,585.00
225 SHS OCCIDENTAL PETROLEUM CORP	11,287.75	21,082.50
225 SHS PEPSICO INC	13,625.01	14,928.75
1075 SHS PROGRESSIVE CORP OHIO	19,471.64	20,973.25
850 SHS WALGREEN CO	0.00	0.00
575 SHS WAL-MART STORES INC	26,626.77	34,362.00
950 SHS WASTE MANAGEMENT INC	32,011.02	31,074.50
150 SHS GRAINGER, W W INC	0.00	0.00
225 SHS EOG RESOURCES INC	20,367.57	22,164.75
1175 SHS U S BANCORP	26,992.12	31,783.75
275 SHS JOHNSON & JOHNSON	16,960.55	18,034.50
250 SHS ECOLAB INC	9,749.85	14,452.50
600 SHS BAXTER INTERNATIONAL INC	29,145.04	29,688.00
475 SHS SOUTHWESTERN ENERGY CO	17,298.62	15,171.50
275 SHS VISA INC CL A	18,761.27	27,920.75
400 SHS TARGET CORP	19,334.39	20,488.00
300 SHS ANHEUSER-BUSCH INBEV SPN ADR	15,816.17	18,297.00
775 SHS WELLS FARGO & CO	23,999.47	21,359.00
150 SHS HENRY SCHEIN INC	9,631.59	9,664.50
TOTAL TO FORM 990-PF, PART II, LINE 10B	569,755.41	649,753.13

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 10
-------------	-------------------	--------------

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
7810.419 SHS BBH BROAD MARKET FUND CL N2.610%	COST	78,819.45	80,213.00
6882.222 SHS BBH INTERNATIONAL EQUITY FUND CL N	COST	84,356.58	80,797.29
24806.800 SHS PIMCO TOTAL RETURN FD	COST	269,967.75	269,649.92
1583.531 SHS LONGLEAF PARTNERS SMALL CAP FD	COST	20,000.00	39,952.49
4901.961 SHS T ROWE PRICE INST HIGH YIELD	COST	45,000.00	45,049.02
1840.169 SHS T ROWE PRICE NEW ASIA FUND	COST	35,000.00	25,596.75
TOTAL TO FORM 990-PF, PART II, LINE 13		533,143.78	541,258.47

---



---

FORM 990-PF                      PART VIII - LIST OF OFFICERS, DIRECTORS                      STATEMENT 11  
    TRUSTEES AND FOUNDATION MANAGERS

---

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
FRANCIS L COOLIDGE 62 BEACON STREET BOSTON, MA 02108	PRESIDENT 0.00	0.00	0.00	0.00
MARYLOUISE COOLIDGE 62 BEACON STREET BOSTON, MA 02108	TREASURER 0.00	0.00	0.00	0.00
MORRIS GRAY, JR 116 ROCKLAND STREET SOUTH NATICK, MA 01760	CLERK 0.00	0.00	0.00	0.00
ELLEN C BURBANK PO BOX 1965 WELLFLEET, MA 02667	DIRECTOR 0.00	0.00	0.00	0.00
GEORGINA L BOGETTO 5526 WEEPING WAY FT COLLINS, CO 80528	DIRECTOR 0.00	0.00	0.00	0.00
MARY COOLIDGE 8 BUSHNELL STREET ESSEX, CT 06426	DIRECTOR 0.00	0.00	0.00	0.00
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		<u>0.00</u>	<u>0.00</u>	<u>0.00</u>

# Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ▶
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

**Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

**Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).**

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ▶

*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns*

<b>Type or print</b>	Name of exempt organization or other filer, see instructions. <b>HERMES FOUNDATION, INC.</b>	Employer identification number (EIN) or <input checked="" type="checkbox"/> <b>22-2560268</b>
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions <b>C/O ROPES &amp; GRAY, 800 BOYLSTON STREET</b>	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions <b>BOSTON, MA 02199-3600</b>	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**ROPES & GRAY LLP**

- The books are in the care of ▶ **800 BOYLSTON STREET - BOSTON, MA 02199-3600**  
Telephone No ▶ **617 951-7000** FAX No. ▶ \_\_\_\_\_

- If the organization does not have an office or place of business in the United States, check this box ▶
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ If this is for the whole group, check this box ▶  If it is for part of the group, check this box ▶  and attach a list with the names and EINs of all members the extension is for

**1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2012**, to file the exempt organization return for the organization named above. The extension is for the organization's return for  
▶  calendar year **2011** or  
▶  tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

**2** If the tax year entered in line 1 is for less than 12 months, check reason  Initial return  Final return  
 Change in accounting period

<b>3a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	<b>3a</b>	\$	<b>637.62</b>
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	<b>3b</b>	\$	<b>2,632.87</b>
<b>c</b> <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	<b>3c</b>	\$	<b>0.00</b>

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions