



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

OMB No 1545-0052

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 , 2011, and ending

THE TEWKESBURY FOUNDATION
685 SPRING ST., #176
FRIDAY HARBOR, WA 98250A Employer identification number
33-0730787B Telephone number (see the instructions)
(949) 582-2100C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐G Check all that apply ☐ Initial return ☐ Initial Return of a former public charity
☐ Final return ☒ Amended return
☐ Address change ☐ Name changeH Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ 6,932,679.
J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

(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 (att sch)

2 Ck ☒ if the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

5a Gross rents

b Net rental income or (loss)

6a Net gain/(loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a 381,646.

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

b Less Cost of goods sold

c Gross profit/(loss) (att sch)

11 Other income (attach schedule)

SEE STATEMENT 1

12 Total. Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach sch) SEE ST 2

c Other prof fees (attach sch)

17 Interest

18 Taxes (attach schedule)(see instrs) SEE STM 3

19 Depreciation (attach sch) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

SEE STATEMENT 4

24 Total operating and administrative expenses. Add lines 13 through 23

25 Contributions, gifts, grants paid PART XV

26 Total expenses and disbursements. Add lines 24 and 25

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter 0-)

c Adjusted net income (if negative, enter 0-)

REVENUE

ADMINISTRATIVE AND EXPENSES

RECEIVED

JUL 08 2013

CASH ON HAND

1 2

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			2,463.	2,417.	2,417.
	2	Savings and temporary cash investments			789,052.	272,039.	272,039.
	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 sch)					
		Less: allowance for doubtful accounts					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments — U.S. and state government obligations (attach schedule)					
	b	Investments — corporate stock (attach schedule) STATEMENT 5			4,454,216.	4,726,025.	5,155,845.
	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) STATEMENT 6			982,420.	1,478,399.	1,502,378.	
14	Land, buildings, and equipment basis						
	Less: accumulated depreciation (attach schedule)						
15	Other assets (describe)			457,080.			
16	Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)			6,685,231.	6,478,880.	6,932,679.	
LIABILITIES	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, & other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe)					
	23	Total liabilities (add lines 17 through 22)			0.	0.	
NET ASSETS OR FUND BALANCES		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	☐				
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	☒				
	27	Capital stock, trust principal, or current funds			6,685,231.	6,478,880.	
	28	Paid-in or capital surplus, or land, building, and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds					
	30	Total net assets or fund balances (see instructions)			6,685,231.	6,478,880.	
	31	Total liabilities and net assets/fund balances (see instructions)			6,685,231.	6,478,880.	

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	6,685,231.
2	Enter amount from Part I, line 27a	2	-323,701.
3	Other increases not included in line 2 (itemize) SEE STATEMENT 7	3	117,350.
4	Add lines 1, 2, and 3	4	6,478,880.
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	6,478,880.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a SEE STATEMENT 8				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	46,194.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	9,304.

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 (column (b) divided by column (c))
2010	181,793.	6,798,537.	0.026740
2009	116,702.	3,675,095.	0.031755
2008	136,690.	2,331,894.	0.058618
2007	125,595.	2,870,525.	0.043753
2006	112,984.	2,495,320.	0.045278

2 Total of line 1, column (d)	2	0.206144
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.041229
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	6,912,781.
5 Multiply line 4 by line 3	5	285,007.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,798.
7 Add lines 5 and 6	7	287,805.
8 Enter qualifying distributions from Part XII, line 4	8	595,871.

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.

BAA

Form 990-PF (2011)

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	2,798.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	2,798.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,798.
6 Credits/Payments			
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a	4,000.	
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	4,000.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,202.	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax ☒ 1,202. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☒ \$ 0. (2) On foundation managers ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ CA		
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? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

BAA

Form 990-PF (2011)

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)	11		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)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>LETWAK & BENNETT</u> Telephone no <u>949-582-2100</u> Located at <u>26400 LA ALAMEDA MISSION VIEJO CA</u> ZIP + 4 <u>92691</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			
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 <u></u>	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.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <u></u>	1b	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? If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>	☐ Yes ☒ No	
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.)	2b	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 <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If 'Yes,' did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)	3b	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

BAA

Form 990-PF (2011)

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

☐**5b**

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?N/A ☐ 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?

If 'Yes' to 6b, file Form 8870

6b

X

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?

N/A

7b**Part VIII. Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see 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
APRIL PHELPS FORD 685 SPRING ST., #176 FRIDAY HARBOR, WA 98250	PRESIDENT 5.00	0.	0.	0.
GARY FORD 685 SPRING ST., #176 FRIDAY HARBOR, WA 98250	SECRETARY 0	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				

Total number of other employees paid over \$50,000

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
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 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0.

BAA

Form 990-PF (2011)

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	6,747,206.
b	Average of monthly cash balances	1b	270,846.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	7,018,052.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	7,018,052.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	105,271.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,912,781.
6	Minimum investment return. Enter 5% of line 5	6	345,639.

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	345,639.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	2,798.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,798.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	342,841.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	342,841.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	342,841.

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	595,871.
b	Program-related investments — total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	595,871.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	2,798.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	593,073.

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.

BAA

Form 990-PF (2011)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				342,841.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			333,348.	
b Total for prior years 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 595,871.				
a Applied to 2010, but not more than line 2a			333,348.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2011 distributable amount				262,523.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount — see instructions.		0.		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				80,318.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

BAA

Form 990-PF (2011)

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
<i>a Paid during the year</i> COMPASSION INTERNATIONAL INCORPORATED 12290 VOYAGER PKWY COLORADO SPRINGS, CO 80921	NONE	N/A	GENERAL OPERATIONS	26,600.
SAN JUAN PRESERVATION TRUST PO BOX 327 LOPEX ISLAND , WA 98261	NONE	N/A	PRESERVATION OF LAND IN SAN JUAN ISLANDS, WASHINGTON	567,350.
Total			3a	593,950.
<i>b Approved for future payment</i>				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	64,247.	
4	Dividends and interest from securities			14	165,458.	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	46,194.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue:					
a	MISCELLANEOUS INCOME			18	21,188.	
b	TAX EXEMPT INTEREST					312.
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				297,087.	312.
13	Total. Add line 12, columns (b), (d), and (e)				13	297,399.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

2011

FEDERAL STATEMENTS

PAGE 1

THE TEWKESBURY FOUNDATION

33-0730787

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS INCOME	\$ 21,188.	\$ 21,188.	
TAX EXEMPT INTEREST	312.		
TOTAL	\$ 21,500.	\$ 21,188.	0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	\$ 6,000.	\$ 5,400.		\$ 600.
TOTAL	\$ 6,000.	\$ 5,400.		\$ 600.

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS TAXES	\$ 2,108.			
REAL ESTATE TAXES	3,479.	\$ 3,131.		\$ 348.
SECTION 4940 FEDERAL TAXES	5,837.			
TOTAL	\$ 11,424.	\$ 3,131.		\$ 348.

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNT FEES	\$ 9,726.	\$ 8,753.		\$ 973.
TOTAL	\$ 9,726.	\$ 8,753.		\$ 973.

THE TEWKESBURY FOUNDATION

33-0730787

STATEMENT 5
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

<u>CORPORATE STOCKS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
VARIOUS CORPORATE STOCKS	COST	\$ 4,726,025.	\$ 5,155,845.
	TOTAL	<u>\$ 4,726,025.</u>	<u>\$ 5,155,845.</u>

STATEMENT 6
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

<u>OTHER SECURITIES</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
VARIOUS MUTUTAL FUNDS AND BONDS	COST	\$ 1,478,399.	\$ 1,502,378.
	TOTAL	<u>\$ 1,478,399.</u>	<u>\$ 1,502,378.</u>

STATEMENT 7
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

FMV OF LAND DONATED EXCEEDED COST BASIS		\$ 117,350.
	TOTAL	<u>\$ 117,350.</u>

STATEMENT 8
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

<u>ITEM</u>	<u>(A) DESCRIPTION</u>	<u>(B) HOW ACQUIRED</u>	<u>(C) DATE ACQUIRED</u>	<u>(D) DATE SOLD</u>
1	20 A A R CORPORATION	PURCHASED	11/15/2010	5/05/2011
2	35 ADVANCED ENERGY IND INC	PURCHASED	2/10/2011	5/05/2011
3	26 ALCATEL-LUCENT ADS	PURCHASED	5/27/2010	3/03/2011
4	18 ALIGN TECHNOLOGY	PURCHASED	3/02/2010	2/24/2011
5	7 ALIGN TECHNOLOGY	PURCHASED	6/25/2010	2/24/2011
6	6 ALIGN TECHNOLOGY	PURCHASED	9/22/2010	2/24/2011
7	7 ALTRA HLDGS INC	PURCHASED	2/11/2011	5/05/2011
8	34 AMERN AXLE & MFG HLDGS	PURCHASED	5/05/2011	6/29/2011
9	8 AMGEN INC	PURCHASED	12/20/2010	10/28/2011
10	9 AMTECH SYS INC NEW	PURCHASED	9/16/2010	5/05/2011
11	12 AMTECH SYS INC NEW	PURCHASED	2/10/2011	5/05/2011
12	7 ANSYS INC	PURCHASED	5/05/2011	8/04/2011
13	28 AON CORP	PURCHASED	7/28/2010	5/18/2011
14	2 AON CORP	PURCHASED	7/14/2010	6/13/2011
15	1 APERAM NEW YORK REGISTRY	PURCHASED	8/02/2010	7/26/2011
16	13 APPLIED IND TECH INC	PURCHASED	9/16/2010	5/05/2011
17	26 ARCELORMITTAL NY REG	PURCHASED	8/02/2010	1/27/2011
18	51 ASAHI KAISEI CORP ADR	PURCHASED	11/24/2010	2/04/2011

THE TEWKESBURY FOUNDATION

33-0730787

STATEMENT 8 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
19	16 ASHFORD HOSPITALITY TR INC	PURCHASED	7/12/2010	1/24/2011
20	13 ASIAINFO-LINKAGE INC COM	PURCHASED	12/02/2010	1/24/2011
21	8 ATLAS WORLDWIDE HLDGS INC NEW	PURCHASED	11/02/2010	2/10/2011
22	8 AVERY DENNISON CORPORATION	PURCHASED	2/03/2011	9/23/2011
23	6 AZZ INC	PURCHASED	7/20/2010	1/11/2011
24	5 BALCHEM CP	PURCHASED	10/15/2010	5/05/2011
25	17 BHP BILLITON LTD	PURCHASED	5/11/2011	8/31/2011
26	5 BIOMARIN PHARMAC SE	PURCHASED	5/05/2011	12/16/2011
27	2 BJ'S RESTAURANTS INC	PURCHASED	5/05/2011	8/25/2011
28	2 BNP PARIBAS SP ADR REPSTG	PURCHASED	8/30/2011	9/20/2011
29	2 BNP PARIBAS SP ADR REPSTG	PURCHASED	9/13/2011	9/20/2011
30	2 BNP PARIBAS SP ADR REPSTG	PURCHASED	9/13/2011	9/20/2011
31	2 BNP PARIBAS SP ADR REPSTG	PURCHASED	9/13/2011	9/20/2011
32	2 BNP PARIBAS SP ADR REPSTG	PURCHASED	9/13/2011	9/20/2011
33	2 BNP PARIBAS SP ADR REPSTG	PURCHASED	9/13/2011	9/20/2011
34	37 BOSTON SCIENTIFIC CORP	PURCHASED	3/07/2011	8/10/2011
35	12 BRIGHAM EXPLORATION CO	PURCHASED	5/05/2011	10/28/2011
36	8 BUFFALO WILD WINGS INC	PURCHASED	9/02/2010	5/05/2011
37	1 CARBO CERAMICS INC	PURCHASED	8/06/2010	5/05/2011
38	5 CASCADE CORP	PURCHASED	1/11/2011	5/05/2011
39	3 CB RICHARD ELLIS GROUP INC	PURCHASED	6/21/2011	8/24/2011
40	0.18 CHARLES SCHWAB NEW	PURCHASED	7/29/2011	9/02/2011
41	9 CHARLES SCHWAB NEW	PURCHASED	7/29/2011	10/12/2011
42	12 CHART INDUSTRIES, INC.	PURCHASED	2/10/2011	5/05/2011
43	31 CHICOS FAS INC	PURCHASED	5/05/2011	11/23/2011
44	69 CHINA INFORMAT TECHNOLOGY	PURCHASED	5/06/2010	4/13/2011
45	2 CIRRUS LOGIC INC	PURCHASED	9/17/2010	5/05/2011
46	35 CISCO SYS INC	PURCHASED	9/27/2010	6/09/2011
47	11 COGNEX CORP	PURCHASED	9/02/2010	5/05/2011
48	7 COGNEX CORP	PURCHASED	1/11/2011	5/05/2011
49	5 COHERENT INC	PURCHASED	2/17/2010	1/24/2011
50	5 COMPUTER PROGRAMS & SYSTEM INC	PURCHASED	3/18/2011	5/05/2011
51	2 COPA HOLDINGS, S.A. CLA A	PURCHASED	9/22/2010	5/05/2011
52	3 DECKER OUTDOOR CORPORATION	PURCHASED	5/05/2011	10/19/2011
53	4 DECKER OUTDOOR CORPORATION	PURCHASED	5/05/2011	11/22/2011
54	3 DIODES INC	PURCHASED	5/18/2010	5/05/2011
55	4 DIODES INC	PURCHASED	5/19/2010	5/05/2011
56	3 DREAMWORKS ANIMATION SKG INC	PURCHASED	7/14/2010	3/01/2011
57	20 E M S TECH TEN	PURCHASED	5/05/2011	8/24/2011
58	19 E M S TECH TEN	PURCHASED	5/05/2011	8/24/2011
59	34 ELDORADO GOLD CP LTD	PURCHASED	6/22/2010	5/17/2011
60	14 ELIZABETH ARDEN INC	PURCHASED	2/24/2011	5/05/2011
61	15 EMERGENT BIOSOLUTIONS INC	PURCHASED	7/27/2010	2/10/2011
62	83 ENTEGRIS INC	PURCHASED	7/27/2010	5/05/2011
63	3 ENTEGRIS INC	PURCHASED	7/27/2010	5/05/2011
64	55 ENTROPIC COMMUNICATIONS INC	PURCHASED	11/02/2010	5/05/2011
65	15 FEI COMPANY	PURCHASED	2/24/2011	5/05/2011
66	10 FINISAR COM NEW	PURCHASED	9/30/2010	3/07/2011
67	11 FINISAR COM NEW	PURCHASED	9/30/2010	5/05/2011
68	9 FIRST AMERICAN FINL CORP	PURCHASED	2/23/2011	11/18/2011
69	28 FORTESCUE METALS GROUP	PURCHASED	1/24/2011	10/24/2011
70	11 FORTESCUE METALS GROUP	PURCHASED	5/12/2011	10/24/2011
71	27 FUJITSU LTD ADR NEW	PURCHASED	3/16/2010	2/02/2011
72	7 FUJITSU LTD ADR NEW	PURCHASED	5/03/2010	2/02/2011
73	6 FUSION-IO INC	PURCHASED	8/03/2011	11/08/2011
74	1 FUSION-IO INC	PURCHASED	8/24/2011	11/08/2011

THE TEWKESBURY FOUNDATION

33-0730787

STATEMENT 8 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
75	3 G III APPAREL GROUP	PURCHASED	6/23/2010	5/05/2011
76	6 GENTIVA HEALTH SVS INC	PURCHASED	11/02/2010	5/05/2011
77	116 GRAN TIERRA ENERGY INC	PURCHASED	11/16/2010	3/23/2011
78	4 GREENBRIER COS INC	PURCHASED	10/15/2010	5/05/2011
79	16 GREENBRIER COS INC	PURCHASED	10/15/2010	5/05/2011
80	27 GULF RESOURCES INC NEW	PURCHASED	12/29/2010	5/05/2011
81	6 HANGER ORTHOPEDIC GRP NEW	PURCHASED	9/02/2010	5/05/2011
82	8 HESS CORPORATION	PURCHASED	2/14/2008	2/25/2011
83	4 HESS CORPORATION	PURCHASED	2/14/2008	3/23/2011
84	10 HESS CORPORATION	PURCHASED	2/14/2008	6/08/2011
85	9 HESS CORPORATION	PURCHASED	7/08/2009	6/15/2011
86	5 HIBBERT SPORTS INC	PURCHASED	1/24/2011	3/07/2011
87	11 ICON PLC SP ADR	PURCHASED	7/29/2011	10/19/2011
88	11 IGATE CORPORATION	PURCHASED	7/27/2010	5/05/2011
89	6 IGATE CORPORATION	PURCHASED	7/27/2010	5/05/2011
90	3 IGATE CORPORATION	PURCHASED	11/15/2010	5/05/2011
91	20 IMAX CORP	PURCHASED	6/08/2010	5/05/2011
92	8 INFORMATICA CORP	PURCHASED	5/05/2011	7/13/2011
93	7 INVESCO LTD	PURCHASED	1/19/2011	6/21/2011
94	7 IPC THE HOSPITALIST COMP INC	PURCHASED	7/12/2010	5/05/2011
95	1 IVANHOE MINES LTD	PURCHASED	1/25/2011	11/09/2011
96	11 IVANHOE MINES LTD	PURCHASED	2/08/2011	11/09/2011
97	6 IVANHOE MINES LTD	PURCHASED	8/24/2011	11/09/2011
98	30 IVANHOE MINES RTS 012611 TRF	PURCHASED	1/12/2011	1/12/2011
99	7 JAMES RIVER COAL CO NEW	PURCHASED	7/29/2011	8/10/2011
100	13 KELLY SVCS A	PURCHASED	12/02/2010	5/05/2011
101	0 KONINKLIJKE PHIL EL SP ADR	PURCHASED	2/04/2011	5/04/2011
102	30 KONINKLIJKE PHIL EL SP ADR	PURCHASED	2/04/2011	5/23/2011
103	11 KONINKLIJKE PHIL EL SP ADR	PURCHASED	3/01/2011	5/23/2011
104	23 KORN/FERRY INTL DELA	PURCHASED	7/06/2010	5/05/2011
105	5 KORN/FERRY INTL DELA	PURCHASED	1/24/2011	5/05/2011
106	55 KULICKE & SOFFA INDS	PURCHASED	1/24/2011	5/05/2011
107	6 LADISH COMPANY	PURCHASED	8/24/2010	5/05/2011
108	3 LADISH COMPANY	PURCHASED	12/15/2010	5/05/2011
109	34 LDK SOLAR CO LTD ADR	PURCHASED	10/15/2010	5/05/2011
110	41 LEAPFROG ENTERPRISES INC	PURCHASED	12/02/2010	2/24/2011
111	31 LEAPFROG ENTERPRISES INC	PURCHASED	1/24/2011	2/24/2011
112	20 LITHIA MOTORS INC A	PURCHASED	5/24/2010	5/05/2011
113	16 LSB INDUSTRIES	PURCHASED	2/10/2011	5/05/2011
114	0 MARRIOTT VACATIONS	PURCHASED	6/15/2011	11/21/2011
115	1 MARRIOTT VACATIONS	PURCHASED	6/15/2011	11/29/2011
116	1 MARRIOTT VACATIONS	PURCHASED	8/01/2011	11/29/2011
117	1 MARRIOTT VACATIONS	PURCHASED	8/05/2011	11/29/2011
118	1 MARRIOTT VACATIONS	PURCHASED	8/18/2011	11/29/2011
119	7 MATERION CORP COM	PURCHASED	5/10/2010	3/07/2011
120	4 MATERION CORP COM	PURCHASED	5/10/2010	5/05/2011
121	2 MC DONALDS CORP	PURCHASED	10/26/2010	9/14/2011
122	2 MC DONALDS CORP	PURCHASED	10/26/2010	9/14/2011
123	1 MC DONALDS CORP	PURCHASED	10/26/2010	9/28/2011
124	1 MC DONALDS CORP	PURCHASED	10/26/2010	9/28/2011
125	4 MC DONALDS CORP	PURCHASED	11/17/2010	9/28/2011
126	1 MC DONALDS CORP	PURCHASED	11/17/2010	9/28/2011
127	3 MC DONALDS CORP	PURCHASED	11/17/2010	10/12/2011
128	4 MC DONALDS CORP	PURCHASED	4/06/2011	10/12/2011
129	2 MC DONALDS CORP	PURCHASED	4/06/2011	12/07/2011
130	2 MC DONALDS CORP	PURCHASED	4/06/2011	12/07/2011

THE TEWKESBURY FOUNDATION

33-0730787

STATEMENT 8 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
131	63 MICHELIN COMPAGNIE GENERALE	PURCHASED	12/08/2010	10/06/2011
132	7 MICHELIN COMPAGNIE GENERALE	PURCHASED	7/29/2011	10/06/2011
133	23 MODINE MFG CO	PURCHASED	8/11/2010	5/05/2011
134	5 MORGAN STANLEY	PURCHASED	12/17/2010	8/12/2011
135	3 MWI VETERINARY SUPPLY INC	PURCHASED	11/15/2010	5/05/2011
136	25 NANOMETRICS INC	PURCHASED	8/24/2010	5/05/2011
137	6 NEOGEN CP	PURCHASED	10/15/2010	5/05/2011
138	9 NETAPP INC COM	PURCHASED	7/01/2010	1/26/2011
139	4 NETGEAR INC	PURCHASED	6/07/2010	5/05/2011
140	3 NETGEAR INC	PURCHASED	9/22/2010	5/05/2011
141	11 NETLOGIC MICROSYSTEMS INC	PURCHASED	5/05/2011	10/12/2011
142	1 NETLOGIC MICROSYSTEMS INC	PURCHASED	9/02/2011	10/12/2011
143	1 NEWMARKET CORP (HLDG CO)	PURCHASED	8/11/2010	5/05/2011
144	20 NEWPORT CORP	PURCHASED	11/15/2010	5/05/2011
145	10 NEWPORT CORP	PURCHASED	3/07/2011	5/05/2011
146	6 NEXEN INC	PURCHASED	8/12/2011	10/03/2011
147	14 NOBLE CORP NEW	PURCHASED	6/15/2010	2/25/2011
148	5 NOBLE CORP NEW	PURCHASED	6/15/2010	3/10/2011
149	15 NOBLE CORP NEW	PURCHASED	8/04/2010	3/10/2011
150	16 NVIDIA CORPORATION	PURCHASED	2/18/2011	9/19/2011
151	5 NXP SEMICONDUCTORS NV	PURCHASED	4/01/2011	8/26/2011
152	6 OSI SYSTEMS INC	PURCHASED	2/01/2010	1/11/2011
153	11 PANDORA MEDIA INC	PURCHASED	6/16/2011	8/02/2011
154	7 PERRY ELLIS INTL INC	PURCHASED	1/24/2011	5/05/2011
155	53 PIER 1 IMPORTS INC	PURCHASED	8/05/2010	5/05/2011
156	8 PIER 1 IMPORTS INC	PURCHASED	1/24/2011	5/05/2011
157	5 PORTFOLIO RECOVERY ASSOC INC	PURCHASED	9/02/2010	5/05/2011
158	15 PRECISION DRILLING COR	PURCHASED	6/24/2011	10/31/2011
159	3 QUEST DIAGNOSTICS INC	PURCHASED	3/10/2011	8/10/2011
160	8 QUEST DIAGNOSTICS INC	PURCHASED	3/10/2011	8/10/2011
161	3 QUEST DIAGNOSTICS INC	PURCHASED	3/10/2011	8/10/2011
162	1 QUEST DIAGNOSTICS INC	PURCHASED	3/10/2011	8/17/2011
163	11 QUEST DIAGNOSTICS INC	PURCHASED	4/20/2011	8/17/2011
164	3 QUEST DIAGNOSTICS INC	PURCHASED	7/29/2011	8/17/2011
165	20 RADIANT SYS TDR	PURCHASED	5/05/2011	8/26/2011
166	22 RADIANT SYSTEMS INC	PURCHASED	8/24/2011	10/11/2011
167	10 RAYTHEON CO (NEW)	PURCHASED	9/01/2010	7/15/2011
168	12 RAYTHEON CO (NEW)	PURCHASED	9/01/2010	8/08/2011
169	8 RAYTHEON CO (NEW)	PURCHASED	1/07/2011	8/08/2011
170	6 REALD INC COM	PURCHASED	5/24/2011	8/02/2011
171	12 REALD INC COM	PURCHASED	6/10/2011	8/02/2011
172	4 REGENERON PHARM	PURCHASED	5/04/2011	9/27/2011
173	19 REYNOLDS AMERICAN INC	PURCHASED	1/26/2011	8/03/2011
174	1 RIVERBED TECH INC	PURCHASED	5/05/2011	8/26/2011
175	12 ROFIN-SINAR TECH INC OLD	PURCHASED	1/11/2011	5/05/2011
176	6 ROGERS CORP	PURCHASED	3/07/2011	5/05/2011
177	3 ROSETTA RESOURCES INC	PURCHASED	8/10/2011	11/29/2011
178	1 ROSETTA RESOURCES INC	PURCHASED	8/24/2011	11/29/2011
179	18 ROYAL DUTCH SHELL PLC	PURCHASED	11/01/2010	2/10/2011
180	19 RUBICON TECHNOLOGY INC	PURCHASED	11/02/2010	2/10/2011
181	13 SHUTTERFLY INC	PURCHASED	12/02/2010	5/05/2011
182	7 SNYDERS-LANCE INC	PURCHASED	8/10/2010	3/07/2011
183	18 SONY CORP ADR 1974 NEW	PURCHASED	10/29/2010	2/07/2011
184	44 SOUFUN HOLDINGS LTD ADR	PURCHASED	1/26/2011	5/12/2011
185	27 SOUTHWESTERN ENERGY COMPANY	PURCHASED	4/05/2010	3/21/2011
186	1 SOUTHWESTERN ENERGY COMPANY	PURCHASED	4/14/2010	3/21/2011

THE TEWKESBURY FOUNDATION

33-0730787

STATEMENT 8 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
187	26 SPREADTRUM COMMUNICATIONS, INC	PURCHASED	1/11/2011	5/05/2011
188	13 ST JUDE MEDICAL INC	PURCHASED	3/24/2010	2/16/2011
189	7 ST JUDE MEDICAL INC	PURCHASED	3/24/2010	3/10/2011
190	1 ST JUDE MEDICAL INC	PURCHASED	4/21/2010	3/10/2011
191	13 ST JUDE MEDICAL INC	PURCHASED	4/21/2010	4/20/2011
192	14 ST JUDE MEDICAL INC	PURCHASED	7/07/2010	6/03/2011
193	15 ST JUDE MEDICAL INC	PURCHASED	12/15/2010	6/03/2011
194	9 STANDARD MICROSYSTEMS CORP	PURCHASED	7/12/2010	5/05/2011
195	15 STAPLES INC	PURCHASED	10/07/2010	9/29/2011
196	1 STAPLES INC	PURCHASED	10/27/2010	9/29/2011
197	26 STAPLES INC	PURCHASED	10/27/2010	10/20/2011
198	12 STAPLES INC	PURCHASED	3/03/2011	10/20/2011
199	7 SUCCESSFACTORS INC	PURCHASED	5/05/2011	6/24/2011
200	10 SUCCESSFACTORS INC	PURCHASED	5/05/2011	12/13/2011
201	1 SUCCESSFACTORS INC	PURCHASED	7/29/2011	12/13/2011
202	19 SYKES ENTERPRISES INC	PURCHASED	12/02/2010	5/05/2011
203	42 TAKE TWO INTERACTIVE SOFTWARE	PURCHASED	12/29/2010	5/05/2011
204	17 TECK RESOURCES LTD	PURCHASED	12/02/2010	6/17/2011
205	6 TENNANT CO	PURCHASED	6/07/2010	5/05/2011
206	3 TENNECO AUTOMOTIVE INC	PURCHASED	5/05/2011	8/04/2011
207	1 TERADYNE INC	PURCHASED	5/05/2011	9/02/2011
208	20 TEVA PHARMACEUTICALS ADR	PURCHASED	6/21/2010	3/16/2011
209	1 TEXAS INSTRUMENTS	PURCHASED	7/12/2011	8/23/2011
210	12 TEXAS INSTRUMENTS	PURCHASED	7/12/2011	10/21/2011
211	7 THE ENSIGN GROUP INC	PURCHASED	3/18/2011	5/05/2011
212	5 THORATEC CORP NEW	PURCHASED	5/05/2011	11/07/2011
213	13 TIBCO SOFTWARE INC	PURCHASED	5/05/2011	7/08/2011
214	18 TITAN MACHINERY INC	PURCHASED	12/15/2010	5/05/2011
215	79 TNT EXPRESS NV	PURCHASED	6/01/2011	7/14/2011
216	8 TREX COMPANY INC	PURCHASED	1/25/2011	5/05/2011
217	10 TRIMAS CORP COM NEW	PURCHASED	9/02/2010	5/05/2011
218	13 TRIMAS CORP COM NEW	PURCHASED	12/29/2010	5/05/2011
219	4 TWO HARBORS INVT CORP COM	PURCHASED	7/06/2011	8/25/2011
220	10 UNITED RENTALS INC	PURCHASED	8/05/2010	2/10/2011
221	17 UNITED RENTALS INC	PURCHASED	8/05/2010	5/05/2011
222	6 VALEO SPONSORED ADR	PURCHASED	10/22/2010	8/30/2011
223	30 VALEO SPONSORED ADR	PURCHASED	10/22/2010	9/09/2011
224	4 VALEO SPONSORED ADR	PURCHASED	7/29/2011	9/09/2011
225	15 VARIAN SEMICONDUCTOR EQ ASC	PURCHASED	5/05/2011	5/11/2011
226	16 WALGREEN CO	PURCHASED	10/13/2010	3/02/2011
227	16 WALGREEN CO	PURCHASED	10/20/2010	3/02/2011
228	11 WELLS FARGO & CO NEW	PURCHASED	7/14/2010	5/11/2011
229	63 ZAGG INC	PURCHASED	11/15/2010	5/05/2011
230	11 ACCENTURE PLC IRELAND CL A	PURCHASED	2/14/2008	6/29/2011
231	10 ACCENTURE PLC IRELAND CL A	PURCHASED	2/14/2008	7/06/2011
232	9 ACCENTURE PLC IRELAND CL A	PURCHASED	2/14/2008	7/14/2011
233	1 ACCENTURE PLC IRELAND CL A	PURCHASED	4/02/2008	7/14/2011
234	40 ACTIVISION BLIZZARD INC	PURCHASED	7/14/2010	11/10/2011
235	1 ACTIVISION BLIZZARD INC	PURCHASED	7/16/2010	11/10/2011
236	148 ALCATEL-LUCENT ADS	PURCHASED	9/09/2009	2/18/2011
237	63 ALCATEL-LUCENT ADS	PURCHASED	9/09/2009	3/03/2011
238	56 ALCATEL-LUCENT ADS	PURCHASED	5/27/2010	8/24/2011
239	15 ALLSTATE CORP	PURCHASED	3/30/2009	2/09/2011
240	9 ALLSTATE CORP	PURCHASED	3/30/2009	4/15/2011
241	6 ALLSTATE CORP	PURCHASED	3/30/2009	5/05/2011
242	3 ALLSTATE CORP	PURCHASED	5/08/2009	5/05/2011

THE TEWKESBURY FOUNDATION

33-0730787

STATEMENT 8 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
243	1 ALLSTATE CORP	PURCHASED	6/02/2009	5/05/2011
244	6 ALLSTATE CORP	PURCHASED	6/02/2009	8/05/2011
245	12 ALLSTATE CORP	PURCHASED	6/15/2009	8/05/2011
246	1 ALMOST FAMILY INC	PURCHASED	8/01/2008	1/24/2011
247	4 ALMOST FAMILY INC	PURCHASED	3/13/2009	1/24/2011
248	0 AMC NETWORKS INC CL A	PURCHASED	2/14/2008	6/30/2011
249	8 AMC NETWORKS INC CL A	PURCHASED	2/14/2008	7/12/2011
250	1 AMC NETWORKS INC CL A	PURCHASED	10/16/2008	7/12/2011
251	21 AMER MED SYS HLDGS	PURCHASED	5/26/2009	1/11/2011
252	10 AMEREN CORP (HLDG CO)	PURCHASED	2/14/2008	2/03/2011
253	2 AMERICAN SCIENCE & ENGINEERING	PURCHASED	2/18/2010	5/05/2011
254	7 AMERICAS CAR-MART INC	PURCHASED	7/30/2009	2/24/2011
255	12 AMGEN INC	PURCHASED	6/02/2010	10/12/2011
256	2 AMGEN INC	PURCHASED	6/02/2010	10/28/2011
257	10 ANNALY CAPITAL MNGMT INC	PURCHASED	2/14/2008	8/30/2011
258	25 ANNALY CAPITAL MNGMT INC	PURCHASED	2/14/2008	9/23/2011
259	7 ANNALY CAPITAL MNGMT INC	PURCHASED	5/12/2008	9/23/2011
260	34 ANTOFAGOSTA HLDGS PLC SP ADR	PURCHASED	8/27/2009	5/06/2011
261	10 AON CORP	PURCHASED	2/14/2008	6/13/2011
262	4 APACHE CORP	PURCHASED	5/14/2008	8/31/2011
263	15 ASIAINFO-LINKAGE INC COM	PURCHASED	4/20/2009	1/24/2011
264	21 AT&T INC	PURCHASED	2/14/2008	4/06/2011
265	16 AT&T INC	PURCHASED	2/14/2008	9/07/2011
266	21 AVON PRODUCTS INC	PURCHASED	3/16/2009	10/28/2011
267	6 BABCOCK & WILCOX COMPANY	PURCHASED	2/14/2008	9/23/2011
268	16 BANCO SANTANDER BRASIL SA	PURCHASED	12/11/2009	7/28/2011
269	28 BANCO SANTANDER BRASIL SA	PURCHASED	2/09/2010	7/28/2011
270	26 BANCO SANTANDER BRASIL SA	PURCHASED	3/22/2010	7/28/2011
271	28 BANCO SANTANDER BRASIL SA	PURCHASED	4/27/2010	7/28/2011
272	86 BANK OF CHINA-UNSPONS ADR	PURCHASED	2/02/2010	9/27/2011
273	19 BANK OF CHINA-UNSPONS ADR	PURCHASED	3/02/2010	9/27/2011
274	24 BANK OF NEW YORK MELLON CORP	PURCHASED	2/14/2008	6/08/2011
275	9 BASF SE SP ADR	PURCHASED	2/23/2009	11/04/2011
276	5 BAXTER INTL INC	PURCHASED	2/14/2008	1/25/2011
277	1 BAXTER INTL INC	PURCHASED	2/19/2008	1/25/2011
278	2 BAXTER INTL INC	PURCHASED	9/25/2008	1/25/2011
279	7 BAXTER INTL INC	PURCHASED	9/25/2008	2/08/2011
280	3 BAXTER INTL INC	PURCHASED	3/20/2009	2/08/2011
281	2 BAXTER INTL INC	PURCHASED	3/30/2009	2/08/2011
282	1 BAXTER INTL INC	PURCHASED	3/30/2009	4/11/2011
283	9 BAXTER INTL INC	PURCHASED	6/03/2009	4/11/2011
284	1 BAXTER INTL INC	PURCHASED	6/03/2009	8/30/2011
285	6 BED BATH & BEYOND INC	PURCHASED	4/26/2010	8/18/2011
286	6 BED BATH & BEYOND INC	PURCHASED	4/26/2010	10/05/2011
287	6 BED BATH & BEYOND INC	PURCHASED	4/26/2010	11/11/2011
288	4 BED BATH & BEYOND INC	PURCHASED	4/26/2010	11/23/2011
289	2 BED BATH & BEYOND INC	PURCHASED	4/26/2010	11/29/2011
290	11 BED BATH & BEYOND INC	PURCHASED	6/30/2010	11/29/2011
291	7 BEIJING ENTERPRISES H SP ADR	PURCHASED	1/27/2010	2/07/2011
292	3 BG GROUP PLC	PURCHASED	1/25/2010	7/12/2011
293	4 BIOGEN IDEC INC	PURCHASED	10/26/2009	4/21/2011
294	9 BIOGEN IDEC INC	PURCHASED	12/17/2009	4/21/2011
295	15 BNP PARIBAS SP ADR REPSTG	PURCHASED	4/29/2010	7/21/2011
296	1 BNP PARIBAS SP ADR REPSTG	PURCHASED	4/29/2010	9/20/2011
297	37 BNP PARIBAS SP ADR REPSTG	PURCHASED	7/22/2010	9/20/2011
298	16 BRIGGS & STRATTON CP WISC	PURCHASED	4/30/2010	5/05/2011

THE TEWKESBURY FOUNDATION

33-0730787

STATEMENT 8 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
299	14 BROADCOM CORP CL A	PURCHASED	9/25/2009	2/24/2011
300	2 BROADCOM CORP CL A	PURCHASED	9/25/2009	3/11/2011
301	13 BROADCOM CORP CL A	PURCHASED	10/23/2009	3/11/2011
302	18 CALGON CARBON CP	PURCHASED	4/07/2009	5/05/2011
303	7 CALGON CARBON CP	PURCHASED	1/19/2010	5/05/2011
304	28 CANADIAN NATURAL RESOURCES LTD	PURCHASED	4/29/2010	6/17/2011
305	4 CARBO CERAMICS INC	PURCHASED	8/21/2009	5/05/2011
306	9 CATALYST HEALTH SOLUTIONS INC	PURCHASED	7/21/2009	9/02/2011
307	10 CENOVUS ENERGY INC COM	PURCHASED	4/27/2010	7/12/2011
308	16 CENOVUS ENERGY INC COM	PURCHASED	4/27/2010	10/31/2011
309	29 CHARLES SCHWAB NEW	PURCHASED	2/14/2008	7/19/2011
310	20 CHARLES SCHWAB NEW	PURCHASED	2/14/2008	8/09/2011
311	7 CHARLES SCHWAB NEW	PURCHASED	2/14/2008	9/22/2011
312	7 CHARLES SCHWAB NEW	PURCHASED	2/14/2008	10/12/2011
313	7 CHARLES SCHWAB NEW	PURCHASED	2/20/2008	10/12/2011
314	21 CHARLES SCHWAB NEW	PURCHASED	9/17/2009	10/12/2011
315	6 CHEVRON CORP	PURCHASED	2/14/2008	2/09/2011
316	3 CHEVRON CORP	PURCHASED	2/14/2008	4/13/2011
317	60 CHIMERA INVESTMENT CORP	PURCHASED	5/28/2009	1/18/2011
318	55 CHIMERA INVESTMENT CORP	PURCHASED	5/28/2009	8/24/2011
319	8 CHIMERA INVESTMENT CORP	PURCHASED	5/28/2009	11/10/2011
320	71 CHIMERA INVESTMENT CORP	PURCHASED	6/08/2009	11/10/2011
321	81 CHIMERA INVESTMENT CORP	PURCHASED	4/07/2010	11/10/2011
322	128 CHINA INFORMAT TECHNOLOGY INC	PURCHASED	4/06/2010	4/13/2011
323	8 CHUBB CORP	PURCHASED	2/14/2008	1/26/2011
324	3 CHUBB CORP	PURCHASED	6/19/2008	1/26/2011
325	8 CHUBB CORP	PURCHASED	6/19/2008	2/02/2011
326	11 CHUBB CORP	PURCHASED	6/24/2009	2/02/2011
327	1 CHUBB CORP	PURCHASED	6/10/2009	8/26/2011
328	24 CIRRUS LOGIC INC	PURCHASED	11/02/2009	5/05/2011
329	73 CISCO SYS INC	PURCHASED	2/14/2008	2/11/2011
330	41 CISCO SYS INC	PURCHASED	2/14/2008	6/08/2011
331	3 CISCO SYS INC	PURCHASED	2/19/2008	6/08/2011
332	8 CISCO SYS INC	PURCHASED	3/09/2009	6/08/2011
333	20 CISCO SYS INC	PURCHASED	3/09/2009	6/09/2011
334	5 CLOROX CO DE	PURCHASED	11/09/2009	7/20/2011
335	1 CME GROUP INC	PURCHASED	4/22/2008	2/15/2011
336	1 CME GROUP INC	PURCHASED	1/16/2009	2/15/2011
337	3 CNOOC LTD ADS	PURCHASED	12/01/2008	4/26/2011
338	2 CNOOC LTD ADS	PURCHASED	12/01/2008	5/20/2011
339	3 CNOOC LTD ADS	PURCHASED	3/22/2010	5/20/2011
340	2 CNOOC LTD ADS	PURCHASED	4/29/2010	5/20/2011
341	5 COCA COLA CO	PURCHASED	10/08/2008	8/05/2011
342	35 COLONIAL PROPERTIES TR ALABAMA	PURCHASED	2/14/2008	7/27/2011
343	1 COLONIAL PROPERTIES TR ALABAMA	PURCHASED	2/14/2008	7/28/2011
344	5 CONS EDISON INC (HLDG CO)	PURCHASED	5/15/2008	2/11/2011
345	3 CONS EDISON INC (HLDG CO)	PURCHASED	5/15/2008	8/26/2011
346	6 COPA HOLDINGS, S.A. CLA A	PURCHASED	12/11/2008	5/05/2011
347	10 COSTCO WHOLESALE CORP	PURCHASED	3/04/2009	6/29/2011
348	2 COSTCO WHOLESALE CORP	PURCHASED	3/04/2009	8/24/2011
349	14 COVIDIEN PLC NEW	PURCHASED	2/14/2008	3/30/2011
350	11 COVIDIEN PLC NEW	PURCHASED	2/14/2008	8/10/2011
351	158 DEUTSCHE BOERSE AG UNSPON	PURCHASED	2/17/2009	7/12/2011
352	75 DEUTSCHE BOERSE AG UNSPON	PURCHASED	2/26/2009	7/12/2011
353	60 DEUTSCHE BOERSE AG UNSPON	PURCHASED	3/09/2009	7/12/2011
354	49 DEUTSCHE BOERSE AG UNSPON	PURCHASED	1/25/2010	7/12/2011

THE TEWKESBURY FOUNDATION

33-0730787

STATEMENT 8 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
355	5 DIAGEO PLC SPON ADR NEW	PURCHASED	2/14/2008	1/12/2011
356	10 DIODES INC	PURCHASED	2/18/2010	5/05/2011
357	19 DREAMWORKS ANIMATION SKG INC	PURCHASED	2/14/2008	3/01/2011
358	18 DUPONT FABROS TECHNOLOGY INC	PURCHASED	4/06/2010	5/05/2011
359	9 ECOLAB INC	PURCHASED	2/10/2010	6/21/2011
360	34 ELDORADO GOLD CP LTD	PURCHASED	3/15/2010	5/17/2011
361	14 ENERSYS	PURCHASED	8/21/2009	5/05/2011
362	40 EXPERIAN GP LTD ADR	PURCHASED	2/14/2008	5/26/2011
363	19 EZCORP INC A	PURCHASED	4/12/2010	5/05/2011
364	11 FIRST CASH FINL SVCS INC	PURCHASED	10/27/2009	5/05/2011
365	5 G III APPAREL GROUP	PURCHASED	12/29/2009	3/18/2011
366	4 G III APPAREL GROUP	PURCHASED	12/29/2009	5/05/2011
367	13 GENTIVA HEALTH SVS INC	PURCHASED	3/23/2010	5/05/2011
368	2 GENUINE PARTS CO	PURCHASED	2/14/2008	8/26/2011
369	19 GENZYME CORP	PURCHASED	2/14/2008	5/05/2011
370	0 GENZYME CORP	PURCHASED	2/14/2008	5/05/2011
371	0 GENZYME CORP	PURCHASED	3/24/2010	5/05/2011
372	3 GENZYME CORP	PURCHASED	3/24/2010	5/05/2011
373	2 GOLDMAN SACHS GRP INC	PURCHASED	7/16/2008	8/31/2011
374	11 GROUP I AUTOMOTIVE INC	PURCHASED	8/11/2009	5/05/2011
375	15 HALLIBURTON CO	PURCHASED	8/11/2009	1/25/2011
376	13 HANGER ORTHOPEDIC GRP NEW	PURCHASED	2/23/2010	5/05/2011
377	27 HARMONIC INC	PURCHASED	4/06/2010	5/05/2011
378	3 HASBRO INC	PURCHASED	1/07/2009	1/12/2011
379	10 HASBRO INC	PURCHASED	1/21/2009	1/12/2011
380	4 HEALTH CARE REIT INC	PURCHASED	2/14/2008	5/26/2011
381	9 HIBBERT SPORTS INC	PURCHASED	12/29/2009	3/07/2011
382	6 HMS HOLDINGS CORP	PURCHASED	8/26/2008	5/05/2011
383	1 HMS HOLDINGS CORP	PURCHASED	4/07/2009	5/05/2011
384	2 HSBC HOLDINGS PLC SPON	PURCHASED	6/11/2009	3/01/2011
385	6 HSBC HOLDINGS PLC SPON	PURCHASED	7/20/2009	3/01/2011
386	13 HSBC HOLDINGS PLC SPON	PURCHASED	8/17/2009	3/01/2011
387	0 HUNTINGTON INGALLS INDUSTRIES	PURCHASED	6/11/2008	3/31/2011
388	1 HUNTINGTON INGALLS INDUSTRIES	PURCHASED	6/11/2008	4/06/2011
389	1 HUNTINGTON INGALLS INDUSTRIES	PURCHASED	3/24/2009	4/06/2011
390	2 HUNTINGTON INGALLS INDUSTRIES	PURCHASED	7/29/2009	4/06/2011
391	27 INTEL CORP	PURCHASED	2/14/2008	4/13/2011
392	18 INTEL CORP	PURCHASED	2/14/2008	9/07/2011
393	1 INTL BUSINESS MACHINES	PURCHASED	2/14/2008	8/10/2011
394	1 INTL BUSINESS MACHINES	PURCHASED	2/14/2008	8/26/2011
395	3 INTL BUSINESS MACHINES	PURCHASED	2/14/2008	9/14/2011
396	2 INTL BUSINESS MACHINES	PURCHASED	2/14/2008	12/21/2011
397	4 IPC THE HOSPITALIST COMP	PURCHASED	11/25/2009	5/05/2011
398	4 IPC THE HOSPITALIST COMP	PURCHASED	3/09/2010	5/05/2011
399	3 IVANHOE MINES LTD	PURCHASED	2/14/2008	9/22/2011
400	11 IVANHOE MINES LTD	PURCHASED	2/14/2008	10/03/2011
401	16 IVANHOE MINES LTD	PURCHASED	2/14/2008	11/09/2011
402	10 JOHNSON & JOHNSON	PURCHASED	2/14/2008	3/10/2011
403	2 JOHNSON & JOHNSON	PURCHASED	10/03/2008	3/10/2011
404	8 JOHNSON & JOHNSON	PURCHASED	2/14/2008	9/14/2011
405	10 JOHNSON & JOHNSON	PURCHASED	2/14/2008	9/15/2011
406	2 JOHNSON & JOHNSON	PURCHASED	2/14/2008	12/07/2011
407	1 JOHNSON & JOHNSON	PURCHASED	10/03/2008	12/07/2011
408	8 JOHNSON & JOHNSON	PURCHASED	2/13/2009	12/07/2011
409	1 JOHNSON & JOHNSON	PURCHASED	2/13/2009	12/07/2011
410	7 JOHNSON & JOHNSON	PURCHASED	4/22/2009	12/07/2011

THE TEWKESBURY FOUNDATION

33-0730787

STATEMENT 8 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
411	4 KDDI CORP UNSPON ADR	PURCHASED	6/23/2009	1/18/2011
412	30 KRAFT FOODS INC CL A	PURCHASED	2/14/2008	1/06/2011
413	3 LOWES COMPANIES INC	PURCHASED	2/14/2008	8/23/2011
414	27 LOWES COMPANIES INC	PURCHASED	2/14/2008	9/01/2011
415	26 MAKITA CORPORATION LTD	PURCHASED	5/06/2010	11/17/2011
416	10 MAKITA CORPORATION LTD	PURCHASED	5/19/2010	11/17/2011
417	3 MASTERCARD INC CL A	PURCHASED	2/08/2010	3/24/2011
418	1 MASTERCARD INC CL A	PURCHASED	2/08/2010	8/03/2011
419	1 MASTERCARD INC CL A	PURCHASED	5/13/2010	9/20/2011
420	1 MASTERCARD INC CL A	PURCHASED	5/13/2010	10/12/2011
421	1 MASTERCARD INC CL A	PURCHASED	5/13/2010	11/02/2011
422	1 MASTERCARD INC CL A	PURCHASED	5/14/2010	11/02/2011
423	1 MASTERCARD INC CL A	PURCHASED	5/14/2010	11/02/2011
424	1 MASTERCARD INC CL A	PURCHASED	5/19/2010	11/02/2011
425	2 MC DONALDS CORP	PURCHASED	1/16/2009	8/11/2011
426	3 MC DONALDS CORP	PURCHASED	7/22/2009	8/11/2011
427	6 MC DONALDS CORP	PURCHASED	7/22/2009	8/24/2011
428	4 MC DONALDS CORP	PURCHASED	11/13/2009	9/09/2011
429	4 MC DONALDS CORP	PURCHASED	11/13/2009	9/14/2011
430	18 MC GRAW HILL COS INC	PURCHASED	5/18/2010	9/23/2011
431	1 MC GRAW HILL COS INC	PURCHASED	6/04/2010	9/23/2011
432	9 MC GRAW HILL COS INC	PURCHASED	6/04/2010	10/25/2011
433	8 MC GRAW HILL COS INC	PURCHASED	7/06/2010	10/25/2011
434	3 MCKESSON CORP	PURCHASED	4/07/2010	8/09/2011
435	14 MERCK & CO INC NEW COM	PURCHASED	2/14/2008	4/18/2011
436	18 MERCK & CO INC NEW COM	PURCHASED	2/14/2008	8/05/2011
437	22 MFA FINANCIAL INC	PURCHASED	9/03/2009	2/07/2011
438	38 MFA FINANCIAL INC	PURCHASED	9/03/2009	9/12/2011
439	2 MFA FINANCIAL INC	PURCHASED	9/24/2009	9/12/2011
440	31 MFA FINANCIAL INC	PURCHASED	9/24/2009	9/22/2011
441	38 MFA FINANCIAL INC	PURCHASED	11/18/2009	9/22/2011
442	21 MICROSOFT CORP	PURCHASED	2/14/2008	8/05/2011
443	3 MICROSOFT CORP	PURCHASED	2/14/2008	8/26/2011
444	39 MICROSOFT CORP	PURCHASED	2/14/2008	12/07/2011
445	8 MILLICOM INTL CELLULAR	PURCHASED	2/14/2008	5/25/2011
446	1 MILLICOM INTL CELLULAR	PURCHASED	10/20/2008	5/25/2011
447	16 MONRO MUFFLER & BRAKE	PURCHASED	11/10/2009	5/05/2011
448	32 MORGAN STANLEY	PURCHASED	5/18/2009	8/12/2011
449	18 MORGAN STANLEY	PURCHASED	6/19/2009	8/12/2011
450	15 NESTLE SPON ADR REP REG SHR	PURCHASED	2/14/2008	2/15/2011
451	11 NETGEAR INC	PURCHASED	1/25/2010	5/05/2011
452	10 NEW YORK COMMUNITY BANCORP INC	PURCHASED	12/02/2009	8/30/2011
453	4 NEWMARKET CORP (HLDG CO)	PURCHASED	4/27/2009	5/05/2011
454	1 NORTHROP GRUMMAN	PURCHASED	5/07/2008	3/23/2011
455	9 NORTHROP GRUMMAN	PURCHASED	5/21/2008	3/23/2011
456	3 NORTHROP GRUMMAN	PURCHASED	6/11/2008	3/23/2011
457	4 NOVO NORDISK A/S ADR	PURCHASED	10/15/2008	3/23/2011
458	1 NOVO NORDISK A/S ADR	PURCHASED	1/28/2009	3/23/2011
459	4 OCCIDENTAL PETROLEUM CORP DE	PURCHASED	9/17/2009	7/12/2011
460	20 OLIN CORPORATION	PURCHASED	2/18/2010	5/05/2011
461	19 ORACLE CORP	PURCHASED	2/14/2008	1/19/2011
462	17 ORACLE CORP	PURCHASED	2/14/2008	11/23/2011
463	7 OSI SYSTEMS INC	PURCHASED	2/01/2010	5/05/2011
464	2 PAREXEL INTL CORP	PURCHASED	2/18/2010	8/25/2011
465	44 PEOPLE'S UNITED FINANCIAL	PURCHASED	8/06/2009	3/25/2011
466	15 PEOPLE'S UNITED FINANCIAL	PURCHASED	8/11/2009	3/25/2011

THE TEWKESBURY FOUNDATION

33-0730787

STATEMENT 8 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
467	24 PEPSICO INC NC	PURCHASED	2/14/2008	7/28/2011
468	1 PG&E CORPORATION	PURCHASED	10/02/2008	1/05/2011
469	11 PG&E CORPORATION	PURCHASED	11/26/2008	1/05/2011
470	1 PG&E CORPORATION	PURCHASED	11/26/2008	1/12/2011
471	11 PG&E CORPORATION	PURCHASED	7/08/2009	1/12/2011
472	1 PG&E CORPORATION	PURCHASED	10/21/2009	1/12/2011
473	10 PG&E CORPORATION	PURCHASED	10/21/2009	9/28/2011
474	2 PG&E CORPORATION	PURCHASED	10/21/2009	11/16/2011
475	12 PG&E CORPORATION	PURCHASED	9/15/2010	11/16/2011
476	9 PHILIP MORRIS INTL INC	PURCHASED	2/14/2008	4/27/2011
477	2 PHILIP MORRIS INTL INC	PURCHASED	2/14/2008	8/10/2011
478	2 PHILIP MORRIS INTL INC	PURCHASED	2/14/2008	8/24/2011
479	8 PHILIP MORRIS INTL INC	PURCHASED	2/14/2008	12/21/2011
480	12 PLEXUS CORP	PURCHASED	10/20/2009	2/10/2011
481	12 POLYPORE INTL INC	PURCHASED	4/06/2010	5/05/2011
482	56 POSTNL N.V. SPON ADR	PURCHASED	2/14/2008	6/24/2011
483	10 POSTNL N.V. SPON ADR	PURCHASED	5/15/2008	6/24/2011
484	10 POSTNL N.V. SPON ADR	PURCHASED	1/08/2009	6/24/2011
485	2 POSTNL N.V. SPON ADR	PURCHASED	5/05/2010	6/24/2011
486	3 PROCTER & GAMBLE	PURCHASED	2/18/2009	2/25/2011
487	2 PROCTER & GAMBLE	PURCHASED	3/20/2009	2/25/2011
488	6 PROCTER & GAMBLE	PURCHASED	6/22/2009	2/25/2011
489	6 PROCTER & GAMBLE	PURCHASED	6/22/2009	3/03/2011
490	9 PRUDENTIAL FINANCIAL INC	PURCHASED	6/03/2009	11/16/2011
491	5 PUBLIC SERVICE ENTERPRISE	PURCHASED	2/14/2008	3/16/2011
492	20 PUBLIC SERVICE ENTERPRISE	PURCHASED	10/16/2009	3/16/2011
493	9 QUALCOMM INC	PURCHASED	2/14/2008	8/26/2011
494	4 ROCKWELL COLLINS INC	PURCHASED	7/14/2008	8/11/2011
495	3 SAP AG	PURCHASED	2/14/2008	8/30/2011
496	36 SAPIENT CORP	PURCHASED	3/07/2008	3/07/2011
497	1 SCANA CORP NEW	PURCHASED	2/11/2009	8/26/2011
498	8 SIEMENS AKTIENGESELLSCHAFT	PURCHASED	7/29/2008	6/27/2011
499	4 SIEMENS AKTIENGESELLSCHAFT	PURCHASED	9/09/2008	6/27/2011
500	2 SIEMENS AKTIENGESELLSCHAFT	PURCHASED	11/26/2008	6/27/2011
501	5 SIEMENS AKTIENGESELLSCHAFT	PURCHASED	4/30/2009	6/27/2011
502	12 SILVER WHEATON CORP	PURCHASED	1/12/2010	4/14/2011
503	29 SILVER WHEATON CORP	PURCHASED	1/12/2010	5/12/2011
504	7 SMITH & NEPHEW PLC ADR	PURCHASED	1/15/2009	1/11/2011
505	1 SMITH & NEPHEW PLC ADR	PURCHASED	3/02/2009	1/11/2011
506	8 SMITH & NEPHEW PLC ADR	PURCHASED	3/02/2009	3/18/2011
507	15 SMITH & NEPHEW PLC ADR	PURCHASED	3/25/2009	3/18/2011
508	22 SOCIEDAD QUIMICA Y MINERA ADS	PURCHASED	8/21/2008	5/20/2011
509	8 SOUTHWESTERN ENERGY COMPANY	PURCHASED	4/14/2010	7/18/2011
510	1 SOUTHWESTERN ENERGY COMPANY	PURCHASED	6/02/2010	7/18/2011
511	3 SOUTHWESTERN ENERGY COMPANY	PURCHASED	6/02/2010	8/22/2011
512	23 SOUTHWESTERN ENERGY COMPANY	PURCHASED	8/20/2010	8/22/2011
513	8 ST JUDE MEDICAL INC	PURCHASED	2/10/2009	4/14/2011
514	4 ST JUDE MEDICAL INC	PURCHASED	2/14/2008	12/06/2011
515	2 ST JUDE MEDICAL INC	PURCHASED	2/14/2008	12/06/2011
516	8 ST JUDE MEDICAL INC	PURCHASED	2/14/2008	12/13/2011
517	9 STANLEY BLACK & DECKER INC	PURCHASED	6/30/2010	11/16/2011
518	35 STAPLES INC	PURCHASED	7/22/2009	8/09/2011
519	11 STAPLES INC	PURCHASED	7/22/2009	8/18/2011
520	12 STAPLES INC	PURCHASED	7/24/2009	8/18/2011
521	10 STAPLES INC	PURCHASED	8/27/2009	8/18/2011
522	13 STAPLES INC	PURCHASED	8/27/2009	9/23/2011

THE TEWKESBURY FOUNDATION

33-0730787

STATEMENT 8 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
523	14 STAPLES INC	PURCHASED	8/03/2010	9/23/2011
524	4 STAPLES INC	PURCHASED	8/03/2010	9/29/2011
525	8 STEVEN MADDEN LTD	PURCHASED	5/05/2009	8/25/2011
526	22 SWEDBANK AB SPONS ADR	PURCHASED	8/21/2009	3/24/2011
527	53 SWEDBANK AB SPONS ADR	PURCHASED	11/10/2009	3/24/2011
528	8 TARGET CORPORATION	PURCHASED	2/29/2008	3/18/2011
529	7 TARGET CORPORATION	PURCHASED	2/29/2008	8/17/2011
530	5 TARGET CORPORATION	PURCHASED	3/25/2008	8/17/2011
531	1 TARGET CORPORATION	PURCHASED	3/25/2008	8/24/2011
532	3 TARGET CORPORATION	PURCHASED	3/25/2008	11/01/2011
533	1 TARGET CORPORATION	PURCHASED	3/25/2008	11/01/2011
534	10 TARGET CORPORATION	PURCHASED	4/08/2008	11/01/2011
535	26 TEXAS ROADHOUSE INC CL A	PURCHASED	5/12/2009	5/05/2011
536	7 TEXAS ROADHOUSE INC CL A	PURCHASED	1/19/2010	5/05/2011
537	3 THERMO FISHER SCIENTIFIC INC	PURCHASED	10/13/2008	10/26/2011
538	1 THERMO FISHER SCIENTIFIC INC	PURCHASED	3/20/2009	10/26/2011
539	1 THERMO FISHER SCIENTIFIC INC	PURCHASED	3/20/2009	10/26/2011
540	2 THERMO FISHER SCIENTIFIC INC	PURCHASED	3/20/2009	10/26/2011
541	3 TIME WARNER CABLE INC NEW	PURCHASED	2/14/2008	1/14/2011
542	5 TIME WARNER CABLE INC NEW	PURCHASED	2/14/2008	3/18/2011
543	3 TIME WARNER CABLE INC NEW	PURCHASED	2/14/2008	3/30/2011
544	5 TIME WARNER CABLE INC NEW	PURCHASED	2/22/2010	3/30/2011
545	0 TNT N.V. ADS	PURCHASED	2/14/2008	3/18/2011
546	11 TRAVELERS COMPANIES INC COM	PURCHASED	4/01/2009	6/22/2011
547	14 TRINA SOLAR LTD	PURCHASED	5/05/2009	5/05/2011
548	6 ULTRA PETROLEUM CORP	PURCHASED	2/14/2008	9/12/2011
549	23 UNILEVER NV NY SH NEW	PURCHASED	6/19/2008	2/15/2011
550	25 VALUE CLICK INC	PURCHASED	10/13/2009	5/05/2011
551	2 VISA INC CL A	PURCHASED	10/10/2008	2/07/2011
552	1 VISA INC CL A	PURCHASED	3/20/2009	2/07/2011
553	9 VISA INC CL A	PURCHASED	6/19/2009	2/07/2011
554	11 WALT DISNEY CO HLDG CO	PURCHASED	8/20/2008	7/14/2011
555	12 WALT DISNEY CO HLDG CO	PURCHASED	8/20/2008	7/28/2011
556	19 WALT DISNEY CO HLDG CO	PURCHASED	9/10/2008	7/28/2011
557	13 WEATHERFORD INTERNATIONAL LTD	PURCHASED	4/29/2010	8/10/2011
558	8 WEATHERFORD INTERNATIONAL LTD	PURCHASED	4/29/2010	10/04/2011
559	5 WELLS FARGO & CO NEW	PURCHASED	4/15/2009	2/02/2011
560	13 WELLS FARGO & CO NEW	PURCHASED	5/08/2009	2/02/2011
561	11 WELLS FARGO & CO NEW	PURCHASED	5/08/2009	3/02/2011
562	10 WELLS FARGO & CO NEW	PURCHASED	5/13/2009	3/02/2011
563	9 WELLS FARGO & CO NEW	PURCHASED	5/13/2009	5/11/2011
564	20 WELLS FARGO & CO NEW	PURCHASED	12/16/2009	5/11/2011
565	12 WELLS FARGO & CO NEW	PURCHASED	3/03/2010	5/11/2011
566	3 WILLIS GROUP HOLDINGS PLC	PURCHASED	2/14/2008	8/24/2011
567	29 XEROX CORP	PURCHASED	2/14/2008	8/05/2011
568	15 XILINX INC	PURCHASED	1/25/2010	9/02/2011
569	23 99C ONLY STORES	PURCHASED	7/07/2009	5/05/2011
570	1 POSTNL N.V. SPON	PURCHASED	3/12/2011	6/24/2011
571	VARIOUS	PURCHASED	VARIOUS	VARIOUS
572	NATL GRID TRANSCO PLC ADS	PURCHASED	5/06/2011	8/17/2011
573	50 NETFLIX INC	PURCHASED	11/17/2010	7/26/2011
574	50 NETFLIX INC	PURCHASED	11/17/2010	9/15/2011
575	2,956.00 UNIT GUGG F&C PREFERRED 24	PURCHASED	5/24/2011	7/25/2011
576	29 UNIT GUGG F&C PREFERRED 24	PURCHASED	6/25/2011	7/25/2011
577	2,956.00 UNIT GUGG F&C PREFERRED 24	PURCHASED	5/24/2011	8/25/2011
578	29 UNIT GUGG F&C PREFERRED 24	PURCHASED	6/25/2011	8/25/2011

THE TEWKESBURY FOUNDATION

33-0730787

STATEMENT 8 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
579	161 UNIT GUGG F&C PREFERRED 24	PURCHASED	7/25/2011	8/25/2011
580	27 UNIT GUGG F&C PREFERRED 24	PURCHASED	8/25/2011	8/25/2011
581	2,956.00 UNIT GUGG F&C PREFERRED 24	PURCHASED	5/24/2011	9/25/2011
582	29 UNIT GUGG F&C PREFERRED 24	PURCHASED	6/25/2011	9/25/2011
583	161 UNIT GUGG F&C PREFERRED 24	PURCHASED	7/25/2011	9/25/2011
584	27 UNIT GUGG F&C PREFERRED 24	PURCHASED	8/25/2011	9/25/2011
585	60 UNIT GUGG F&C PREFERRED 24	PURCHASED	9/25/2011	9/25/2011
586	2,000.00 APPLIED MATERIALS INC	PURCHASED	8/03/2009	7/18/2011
587	10,000.00 CASTAIC LK WTR BE 5.000 8-01-29	PURCHASED	8/03/2009	2/01/2011
588	1,000.00 CISCO SYS INC	PURCHASED	8/03/2009	7/18/2011
589	70 CONOCOPHILLIPS	PURCHASED	8/03/2009	12/01/2011
590	130 CONOCOPHILLIPS	PURCHASED	8/03/2009	12/01/2011
591	1,000.00 KRAFT FOODS INC CL A	PURCHASED	8/03/2009	7/18/2011
592	100 TJX COS INC NEW	PURCHASED	8/03/2009	12/01/2011
593	0 WPX ENERGY INC	PURCHASED	8/17/2010	12/30/2011
594	0.28 NOVARTIS AG ADR	PURCHASED	4/12/2011	4/12/2011
595	0 ALCON INC	PURCHASED	3/20/2002	4/12/2011
596	100 ALCON INC	PURCHASED	3/20/2002	4/12/2011
597	800 CISCO SYS INC	PURCHASED	4/29/1998	7/18/2011
598	200 CISCO SYS INC	PURCHASED	9/24/1999	7/18/2011
599	400 KIMBERLY CLARK CORP	PURCHASED	1/29/1997	7/18/2011
600	CAPITAL GAIN DISTRIBUTIONS	PURCHASED	VARIOUS	VARIOUS

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	500.		458.	42.				\$ 42.
2	509.		528.	-19.				-19.
3	139.		67.	72.				72.
4	349.		342.	7.				7.
5	136.		104.	32.				32.
6	116.		114.	2.				2.
7	174.		153.	21.				21.
8	387.		405.	-18.				-18.
9	462.		460.	2.				2.
10	179.		142.	37.				37.
11	239.		302.	-63.				-63.
12	370.		383.	-13.				-13.
13	1,468.		1,026.	442.				442.
14	101.		74.	27.				27.
15	29.		41.	-12.				-12.
16	442.		380.	62.				62.
17	975.		744.	231.				231.
18	722.		613.	109.				109.
19	158.		120.	38.				38.
20	236.		219.	17.				17.
21	422.		448.	-26.				-26.
22	207.		325.	-118.				-118.
23	218.		240.	-22.				-22.
24	189.		153.	36.				36.
25	1,454.		1,629.	-175.				-175.
26	157.		127.	30.				30.
27	86.		94.	-8.				-8.
28	35.		50.	-15.				-15.
29	35.		38.	-3.				-3.

STATEMENT 8 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
30	35.		38.	-3.				\$ -3.
31	35.		38.	-3.				-3.
32	35.		38.	-3.				-3.
33	35.		38.	-3.				-3.
34	219.		277.	-58.				-58.
35	437.		341.	96.				96.
36	478.		355.	123.				123.
37	148.		76.	72.				72.
38	207.		248.	-41.				-41.
39	45.		74.	-29.				-29.
40	2.		3.	-1.				-1.
41	113.		134.	-21.				-21.
42	567.		474.	93.				93.
43	307.		461.	-154.				-154.
44	167.		421.	-254.				-254.
45	32.		33.	-1.				-1.
46	536.		774.	-238.				-238.
47	391.		226.	165.				165.
48	249.		200.	49.				49.
49	232.		154.	78.				78.
50	291.		288.	3.				3.
51	119.		100.	19.				19.
52	301.		268.	33.				33.
53	391.		357.	34.				34.
54	94.		61.	33.				33.
55	126.		80.	46.				46.
56	85.		93.	-8.				-8.
57	660.		504.	156.				156.
58	627.		0.	627.				627.
59	519.		613.	-94.				-94.
60	407.		404.	3.				3.
61	326.		285.	41.				41.
62	696.		398.	298.				298.
63	25.		15.	10.				10.
64	497.		449.	48.				48.
65	515.		481.	34.				34.
66	430.		193.	237.				237.
67	285.		213.	72.				72.
68	103.		144.	-41.				-41.
69	668.		914.	-246.				-246.
70	262.		374.	-112.				-112.
71	845.		835.	10.				10.
72	219.		249.	-30.				-30.
73	223.		171.	52.				52.
74	37.		22.	15.				15.
75	124.		75.	49.				49.
76	158.		143.	15.				15.
77	932.		876.	56.				56.
78	97.		72.	25.				25.
79	388.		290.	98.				98.
80	77.		286.	-209.				-209.
81	156.		82.	74.				74.
82	665.		737.	-72.				-72.

THE TEWKESBURY FOUNDATION

33-0730787

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
83	323.		369.	-46.				\$ -46.
84	738.		922.	-184.				-184.
85	641.		429.	212.				212.
86	158.		168.	-10.				-10.
87	169.		246.	-77.				-77.
88	182.		188.	-6.				-6.
89	99.		103.	-4.				-4.
90	50.		68.	-18.				-18.
91	679.		322.	357.				357.
92	468.		420.	48.				48.
93	165.		174.	-9.				-9.
94	350.		182.	168.				168.
95	21.		28.	-7.				-7.
96	234.		315.	-81.				-81.
97	128.		119.	9.				9.
98	48.		0.	48.				48.
99	86.		133.	-47.				-47.
100	246.		241.	5.				5.
101	16.		0.	16.				16.
102	803.		930.	-127.				-127.
103	294.		322.	-28.				-28.
104	457.		319.	138.				138.
105	99.		111.	-12.				-12.
106	577.		498.	79.				79.
107	332.		151.	181.				181.
108	166.		142.	24.				24.
109	352.		420.	-68.				-68.
110	172.		238.	-66.				-66.
111	130.		127.	3.				3.
112	334.		153.	181.				181.
113	574.		482.	92.				92.
114	11.		0.	11.				11.
115	16.		34.	-18.				-18.
116	16.		16.	0.				0.
117	16.		18.	-2.				-2.
118	16.		14.	2.				2.
119	306.		191.	115.				115.
120	155.		109.	46.				46.
121	172.		158.	14.				14.
122	172.		158.	14.				14.
123	89.		79.	10.				10.
124	89.		79.	10.				10.
125	356.		313.	43.				43.
126	89.		78.	11.				11.
127	266.		235.	31.				31.
128	355.		307.	48.				48.
129	192.		153.	39.				39.
130	192.		153.	39.				39.
131	749.		923.	-174.				-174.
132	83.		118.	-35.				-35.
133	381.		242.	139.				139.
134	84.		132.	-48.				-48.
135	239.		177.	62.				62.

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
136	377.		337.	40.				\$ 40.
137	232.		218.	14.				14.
138	492.		333.	159.				159.
139	155.		86.	69.				69.
140	116.		80.	36.				36.
141	530.		432.	98.				98.
142	48.		30.	18.				18.
143	180.		102.	78.				78.
144	354.		292.	62.				62.
145	177.		169.	8.				8.
146	91.		124.	-33.				-33.
147	611.		433.	178.				178.
148	214.		155.	59.				59.
149	643.		539.	104.				104.
150	243.		408.	-165.				-165.
151	82.		153.	-71.				-71.
152	217.		158.	59.				59.
153	154.		177.	-23.				-23.
154	192.		192.	0.				0.
155	607.		371.	236.				236.
156	92.		77.	15.				15.
157	427.		333.	94.				94.
158	182.		206.	-24.				-24.
159	142.		170.	-28.				-28.
160	379.		455.	-76.				-76.
161	142.		170.	-28.				-28.
162	49.		57.	-8.				-8.
163	535.		641.	-106.				-106.
164	146.		163.	-17.				-17.
165	560.		390.	170.				170.
166	616.		616.	0.				0.
167	458.		452.	6.				6.
168	482.		542.	-60.				-60.
169	321.		400.	-79.				-79.
170	85.		174.	-89.				-89.
171	170.		253.	-83.				-83.
172	262.		196.	66.				66.
173	658.		615.	43.				43.
174	23.		34.	-11.				-11.
175	456.		439.	17.				17.
176	278.		278.	0.				0.
177	145.		142.	3.				3.
178	48.		43.	5.				5.
179	1,243.		1,184.	59.				59.
180	363.		439.	-76.				-76.
181	728.		443.	285.				285.
182	127.		155.	-28.				-28.
183	626.		607.	19.				19.
184	1,062.		884.	178.				178.
185	1,132.		1,151.	-19.				-19.
186	42.		41.	1.				1.
187	559.		490.	69.				69.
188	612.		526.	86.				86.

STATEMENT 8 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
189	340.		283.	57.				\$ 57.
190	49.		42.	7.				7.
191	682.		543.	139.				139.
192	677.		504.	173.				173.
193	725.		626.	99.				99.
194	237.		213.	24.				24.
195	205.		314.	-109.				-109.
196	14.		20.	-6.				-6.
197	382.		527.	-145.				-145.
198	176.		252.	-76.				-76.
199	190.		235.	-45.				-45.
200	398.		336.	62.				62.
201	40.		27.	13.				13.
202	400.		367.	33.				33.
203	647.		514.	133.				133.
204	771.		904.	-133.				-133.
205	235.		192.	43.				43.
206	112.		131.	-19.				-19.
207	11.		16.	-5.				-5.
208	951.		1,058.	-107.				-107.
209	26.		31.	-5.				-5.
210	369.		377.	-8.				-8.
211	192.		212.	-20.				-20.
212	144.		160.	-16.				-16.
213	399.		363.	36.				36.
214	557.		353.	204.				204.
215	795.		1,090.	-295.				-295.
216	234.		194.	40.				40.
217	217.		141.	76.				76.
218	282.		266.	16.				16.
219	36.		44.	-8.				-8.
220	308.		134.	174.				174.
221	462.		229.	233.				233.
222	147.		165.	-18.				-18.
223	680.		823.	-143.				-143.
224	91.		123.	-32.				-32.
225	917.		918.	-1.				-1.
226	665.		561.	104.				104.
227	665.		547.	118.				118.
228	311.		304.	7.				7.
229	520.		464.	56.				56.
230	658.		394.	264.				264.
231	618.		358.	260.				260.
232	548.		322.	226.				226.
233	61.		36.	25.				25.
234	519.		453.	66.				66.
235	13.		11.	2.				2.
236	745.		549.	196.				196.
237	337.		234.	103.				103.
238	192.		145.	47.				47.
239	487.		287.	200.				200.
240	284.		172.	112.				112.
241	202.		115.	87.				87.

THE TEWKESBURY FOUNDATION

33-0730787

STATEMENT 8 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
242	101.		75.	26.				\$ 26.
243	34.		26.	8.				8.
244	160.		159.	1.				1.
245	320.		294.	26.				26.
246	35.		35.	0.				0.
247	140.		72.	68.				68.
248	10.		0.	10.				10.
249	296.		203.	93.				93.
250	37.		15.	22.				22.
251	410.		313.	97.				97.
252	285.		443.	-158.				-158.
253	171.		154.	17.				17.
254	169.		151.	18.				18.
255	685.		670.	15.				15.
256	116.		112.	4.				4.
257	181.		201.	-20.				-20.
258	436.		504.	-68.				-68.
259	122.		116.	6.				6.
260	1,329.		844.	485.				485.
261	505.		415.	90.				90.
262	414.		550.	-136.				-136.
263	272.		257.	15.				15.
264	639.		795.	-156.				-156.
265	448.		606.	-158.				-158.
266	401.		383.	18.				18.
267	118.		307.	-189.				-189.
268	149.		220.	-71.				-71.
269	260.		324.	-64.				-64.
270	242.		318.	-76.				-76.
271	260.		313.	-53.				-53.
272	725.		1,051.	-326.				-326.
273	160.		245.	-85.				-85.
274	631.		1,115.	-484.				-484.
275	635.		258.	377.				377.
276	251.		302.	-51.				-51.
277	50.		61.	-11.				-11.
278	100.		133.	-33.				-33.
279	343.		464.	-121.				-121.
280	147.		149.	-2.				-2.
281	98.		101.	-3.				-3.
282	54.		50.	4.				4.
283	489.		441.	48.				48.
284	55.		49.	6.				6.
285	311.		289.	22.				22.
286	328.		289.	39.				39.
287	367.		289.	78.				78.
288	232.		193.	39.				39.
289	120.		96.	24.				24.
290	657.		416.	241.				241.
291	388.		507.	-119.				-119.
292	330.		286.	44.				44.
293	410.		178.	232.				232.
294	922.		445.	477.				477.

THE TEWKESBURY FOUNDATION

33-0730787

STATEMENT 8 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
295	530.		507.	23.				\$ 23.
296	17.		34.	-17.				-17.
297	639.		1,172.	-533.				-533.
298	357.		380.	-23.				-23.
299	569.		404.	165.				165.
300	81.		58.	23.				23.
301	524.		362.	162.				162.
302	318.		288.	30.				30.
303	124.		105.	19.				19.
304	1,098.		1,084.	14.				14.
305	593.		175.	418.				418.
306	478.		218.	260.				260.
307	366.		293.	73.				73.
308	563.		468.	95.				95.
309	436.		589.	-153.				-153.
310	254.		406.	-152.				-152.
311	77.		142.	-65.				-65.
312	88.		142.	-54.				-54.
313	88.		135.	-47.				-47.
314	264.		377.	-113.				-113.
315	576.		497.	79.				79.
316	311.		248.	63.				63.
317	247.		197.	50.				50.
318	166.		181.	-15.				-15.
319	20.		26.	-6.				-6.
320	181.		238.	-57.				-57.
321	207.		318.	-111.				-111.
322	310.		877.	-567.				-567.
323	472.		412.	60.				60.
324	177.		157.	20.				20.
325	465.		418.	47.				47.
326	639.		433.	206.				206.
327	59.		41.	18.				18.
328	386.		119.	267.				267.
329	1,372.		1,732.	-360.				-360.
330	633.		973.	-340.				-340.
331	46.		70.	-24.				-24.
332	124.		111.	13.				13.
333	306.		277.	29.				29.
334	373.		304.	69.				69.
335	293.		474.	-181.				-181.
336	293.		170.	123.				123.
337	762.		239.	523.				523.
338	464.		159.	305.				305.
339	697.		481.	216.				216.
340	464.		352.	112.				112.
341	335.		241.	94.				94.
342	744.		803.	-59.				-59.
343	21.		23.	-2.				-2.
344	251.		207.	44.				44.
345	166.		124.	42.				42.
346	358.		152.	206.				206.
347	805.		409.	396.				396.

STATEMENT 8 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
348	154.		82.	72.				\$ 72.
349	731.		611.	120.				120.
350	494.		480.	14.				14.
351	1,130.		772.	358.				358.
352	536.		370.	166.				166.
353	429.		232.	197.				197.
354	350.		356.	-6.				-6.
355	379.		425.	-46.				-46.
356	314.		207.	107.				107.
357	537.		455.	82.				82.
358	416.		406.	10.				10.
359	491.		395.	96.				96.
360	519.		443.	76.				76.
361	488.		301.	187.				187.
362	500.		358.	142.				142.
363	560.		409.	151.				151.
364	414.		202.	212.				212.
365	178.		110.	68.				68.
366	165.		88.	77.				77.
367	342.		386.	-44.				-44.
368	105.		90.	15.				15.
369	1,406.		1,331.	75.				75.
370	45.		42.	3.				3.
371	7.		5.	2.				2.
372	222.		164.	58.				58.
373	232.		332.	-100.				-100.
374	456.		338.	118.				118.
375	602.		340.	262.				262.
376	338.		242.	96.				96.
377	212.		171.	41.				41.
378	136.		88.	48.				48.
379	452.		265.	187.				187.
380	208.		150.	58.				58.
381	284.		203.	81.				81.
382	447.		151.	296.				296.
383	75.		30.	45.				45.
384	106.		92.	14.				14.
385	319.		278.	41.				41.
386	692.		686.	6.				6.
387	20.		0.	20.				20.
388	40.		42.	-2.				-2.
389	40.		40.	0.				0.
390	80.		47.	33.				33.
391	533.		556.	-23.				-23.
392	360.		371.	-11.				-11.
393	167.		107.	60.				60.
394	169.		107.	62.				62.
395	494.		322.	172.				172.
396	360.		215.	145.				145.
397	200.		132.	68.				68.
398	200.		131.	69.				69.
399	47.		31.	16.				16.
400	151.		114.	37.				37.

THE TEWKESBURY FOUNDATION

33-0730787

STATEMENT 8 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
401	341.		165.	176.				\$ 176.
402	599.		631.	-32.				-32.
403	120.		136.	-16.				-16.
404	506.		504.	2.				2.
405	645.		631.	14.				14.
406	128.		126.	2.				2.
407	64.		68.	-4.				-4.
408	514.		461.	53.				53.
409	64.		58.	6.				6.
410	449.		362.	87.				87.
411	225.		210.	15.				15.
412	942.		881.	61.				61.
413	60.		71.	-11.				-11.
414	540.		636.	-96.				-96.
415	884.		786.	98.				98.
416	340.		285.	55.				55.
417	741.		677.	64.				64.
418	324.		226.	98.				98.
419	358.		236.	122.				122.
420	331.		236.	95.				95.
421	353.		236.	117.				117.
422	353.		216.	137.				137.
423	353.		216.	137.				137.
424	353.		207.	146.				146.
425	171.		118.	53.				53.
426	256.		178.	78.				78.
427	535.		356.	179.				179.
428	340.		254.	86.				86.
429	345.		254.	91.				91.
430	772.		524.	248.				248.
431	43.		27.	16.				16.
432	395.		246.	149.				149.
433	351.		221.	130.				130.
434	227.		199.	28.				28.
435	475.		656.	-181.				-181.
436	571.		844.	-273.				-273.
437	182.		169.	13.				13.
438	265.		292.	-27.				-27.
439	14.		16.	-2.				-2.
440	212.		245.	-33.				-33.
441	260.		287.	-27.				-27.
442	544.		602.	-58.				-58.
443	76.		86.	-10.				-10.
444	993.		1,119.	-126.				-126.
445	834.		849.	-15.				-15.
446	104.		53.	51.				51.
447	464.		340.	124.				124.
448	540.		864.	-324.				-324.
449	304.		500.	-196.				-196.
450	813.		644.	169.				169.
451	427.		241.	186.				186.
452	129.		115.	14.				14.
453	720.		235.	485.				485.

THE TEWKESBURY FOUNDATION

33-0730787

STATEMENT 8 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
454	67.		75.	-8.				\$ -8.
455	606.		679.	-73.				-73.
456	202.		216.	-14.				-14.
457	492.		196.	296.				296.
458	123.		53.	70.				70.
459	410.		317.	93.				93.
460	491.		340.	151.				151.
461	595.		366.	229.				229.
462	497.		327.	170.				170.
463	253.		184.	69.				69.
464	39.		41.	-2.				-2.
465	553.		744.	-191.				-191.
466	188.		253.	-65.				-65.
467	1,541.		1,715.	-174.				-174.
468	47.		39.	8.				8.
469	517.		411.	106.				106.
470	47.		37.	10.				10.
471	514.		415.	99.				99.
472	47.		43.	4.				4.
473	428.		428.	0.				0.
474	79.		86.	-7.				-7.
475	472.		544.	-72.				-72.
476	606.		457.	149.				149.
477	132.		102.	30.				30.
478	140.		102.	38.				38.
479	624.		406.	218.				218.
480	339.		325.	14.				14.
481	724.		226.	498.				498.
482	448.		2,279.	-1,831.				-1,831.
483	80.		393.	-313.				-313.
484	80.		191.	-111.				-111.
485	16.		26.	-10.				-10.
486	189.		152.	37.				37.
487	126.		93.	33.				33.
488	377.		304.	73.				73.
489	374.		304.	70.				70.
490	472.		365.	107.				107.
491	152.		235.	-83.				-83.
492	610.		623.	-13.				-13.
493	439.		370.	69.				69.
494	178.		190.	-12.				-12.
495	162.		146.	16.				16.
496	417.		243.	174.				174.
497	39.		34.	5.				5.
498	1,059.		921.	138.				138.
499	529.		392.	137.				137.
500	265.		119.	146.				146.
501	662.		334.	328.				328.
502	515.		204.	311.				311.
503	984.		493.	491.				491.
504	364.		242.	122.				122.
505	52.		34.	18.				18.
506	440.		275.	165.				165.

THE TEWKESBURY FOUNDATION

33-0730787

STATEMENT 8 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
507	825.		498.	327.				\$ 327.
508	1,268.		812.	456.				456.
509	376.		332.	44.				44.
510	47.		39.	8.				8.
511	110.		118.	-8.				-8.
512	844.		774.	70.				70.
513	412.		294.	118.				118.
514	148.		176.	-28.				-28.
515	74.		88.	-14.				-14.
516	275.		351.	-76.				-76.
517	599.		457.	142.				142.
518	461.		740.	-279.				-279.
519	148.		233.	-85.				-85.
520	162.		254.	-92.				-92.
521	135.		218.	-83.				-83.
522	172.		283.	-111.				-111.
523	185.		285.	-100.				-100.
524	55.		82.	-27.				-27.
525	278.		112.	166.				166.
526	378.		236.	142.				142.
527	911.		503.	408.				408.
528	399.		424.	-25.				-25.
529	360.		371.	-11.				-11.
530	257.		267.	-10.				-10.
531	51.		53.	-2.				-2.
532	155.		160.	-5.				-5.
533	52.		53.	-1.				-1.
534	517.		526.	-9.				-9.
535	401.		275.	126.				126.
536	108.		80.	28.				28.
537	145.		142.	3.				3.
538	48.		34.	14.				14.
539	48.		34.	14.				14.
540	97.		67.	30.				30.
541	196.		172.	24.				24.
542	342.		287.	55.				55.
543	213.		172.	41.				41.
544	355.		236.	119.				119.
545	7.		0.	7.				7.
546	635.		455.	180.				180.
547	358.		124.	234.				234.
548	191.		457.	-266.				-266.
549	678.		685.	-7.				-7.
550	451.		331.	120.				120.
551	148.		98.	50.				50.
552	74.		54.	20.				20.
553	666.		554.	112.				112.
554	435.		350.	85.				85.
555	472.		382.	90.				90.
556	748.		624.	124.				124.
557	211.		238.	-27.				-27.
558	88.		147.	-59.				-59.
559	165.		92.	73.				73.

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

[illegible]

THE TEWKESBURY FOUNDATION

33-0730787

STATEMENT REGARDING AMENDED FORM 990-PF TAX RETURN

THE TEWKESBURY FOUNDATION FILED 2011 ORIGINAL FORM 990-PF TIMELY. ON MAY 20, 2013 WHILE PREPARING THE FOUNDATION'S 2012 FORM 990-PF IT WAS DISCOVERED THAT THE 2011 DISTRIBUTABLE AMOUNT WAS INADVERTENTLY CALCULATED INCORRECTLY. THE FOUNDATION HAS TAKEN CORRECTIVE ACTION.

STATEMENT REGARDING CONTRIBUTION TO SAN JUAN PRESERVATION TRUST

THE FOUNDATION CONTRIBUTED 20 ACRES OF RAW LAND IN SAN JUAN ISLANDS, WASHINGTON TO SAN JUAN PRESERVATION TRUST ON NOVEMBER 23, 2011. THE BOOK VALUE OF THE PROPERTY WAS \$450,000. THE BOOK VALUE WAS THE APPRAISED VALUE ON THE DATE THE PROPERTY WAS CONTRIBUTED TO THE FOUNDATION. THE FAIR MARKET VALUE AS OF THE DATE CONTRIBUTED TO SAN JUAN PRESERVATION TRUST WAS \$567,350 BASED ON APPRAISAL.