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

2011

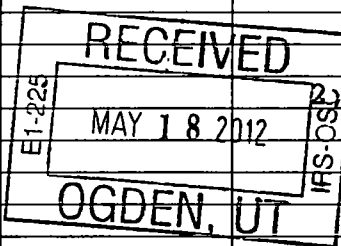
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2011 or tax year beginning

, and ending

Name of foundation THE R. B. ANNIS EDUCATIONAL FOUNDATION		A Employer identification number 35-6627460
Number and street (or P.O. box number if mail is not delivered to street address) 11999 LAKESIDE DRIVE	Room/suite	B Telephone number 317-585-4455
City or town, state, and ZIP code FISHERS, IN 46038		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 11,435,019.26	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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).)		(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 ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		276,715.57	276,715.57		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		492,151.43			
b Gross sales price for all assets on line 6a 3,946,031.14					
7 Capital gain net income (from Part IV, line 2)			492,151.43		
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		27,779.43	27,779.43		STATEMENT 2
12 Total. Add lines 1 through 11		796,646.43	796,646.43		
13 Compensation of officers, directors, trustees, etc.		60,000.00	3,000.00		57,000.00
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		4,900.00	2,450.00		2,450.00
c Other professional fees					
17 Interest					
18 Taxes STMT 4		7,979.15	7,979.15		0.00
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		56,586.90	56,586.90		0.00
24 Total operating and administrative expenses. Add lines 13 through 23		129,466.05	70,016.05		59,450.00
25 Contributions, gifts, grants paid		720,500.00			720,500.00
26 Total expenses and disbursements. Add lines 24 and 25		849,966.05	70,016.05		779,950.00
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<53,319.62>			
b Net investment income (if negative, enter -0-)			726,630.38		
c Adjusted net income (if negative, enter -0-)				N/A	

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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		
Assets	1	Cash - non-interest-bearing		132,125.18	24,692.87	24,692.87
	2	Savings and temporary cash investments		82,670.46	365,687.06	365,687.06
	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	Investments - corporate stock STMT 6	2,103,069.28	4,072,864.60	3,948,868.84	
	c	Investments - corporate bonds				
Liabilities	11	Investments - land, buildings, and equipment basis ▶				
		Less accumulated depreciation ▶				
	12	Investments - mortgage loans				
	13	Investments - other STMT 7	9,259,421.20	7,060,721.97	7,095,770.49	
	14	Land, buildings, and equipment basis ▶				
		Less accumulated depreciation ▶				
	15	Other assets (describe ▶)				
	16	Total assets (to be completed by all filers)	11,577,286.12	11,523,966.50	11,435,019.26	
	17	Accounts payable and accrued expenses				
	18	Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)	0.00	0.00		
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	0.00	0.00		
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	11,577,286.12	11,523,966.50			
30	Total net assets or fund balances	11,577,286.12	11,523,966.50			
31	Total liabilities and net assets/fund balances	11,577,286.12	11,523,966.50			

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	11,577,286.12
2	Enter amount from Part I, line 27a	2	<53,319.62>
3	Other increases not included in line 2 (itemize) ▶	3	0.00
4	Add lines 1, 2, and 3	4	11,523,966.50
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	11,523,966.50

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			
b SEE ATTACHED STATEMENT			
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 3,946,031.14		3,453,879.71	492,151.43

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			492,151.43

2 Capital gain net income or (net capital loss) 2 492,151.43

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

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	540,650.00	11,523,942.00	.046915
2009	627,076.62	10,137,042.18	.061860
2008	720,933.25	12,704,347.27	.056747
2007	659,625.00	15,585,052.43	.042324
2006	601,825.00	13,460,879.39	.044709

2 Total of line 1, column (d)	2	.252555
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	.050511
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	12,262,094.11
5 Multiply line 4 by line 3	5	619,370.64
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,266.30
7 Add lines 5 and 6	7	626,636.94
8 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	779,950.00

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 ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	7,266.30
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	7,266.30
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.00
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	7,266.30
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	21,880.84	
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	21,880.84	
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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	14,614.54	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ☒ Refunded ☐	11	0.00	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
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. ☒ \$ 0.00 (2) On foundation managers. ☒ \$ 0.00		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.00		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a 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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ IN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
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)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		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)	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>WAYNE E. WEBER</u> Telephone no. ► <u>317-585-4455</u> Located at ► <u>11999 LAKESIDE DRIVE, FISHERS, IN</u> ZIP+4 ► <u>46038</u>			
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.

	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	N/A	1b
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
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 ►	☐ 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.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
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.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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)? **N/A**Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **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? **6b** ☐ 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? **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.

(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
ELMIRA F. ANNIS	TRUSTEE			
3265 EAST TULIP DRIVE				
INDIANAPOLIS, IN 46227	3.00	15,000.00	0.00	0.00
CHARLES D. ANGUS	TRUSTEE			
P. O. BOX 477				
SPRING LAKE, MI 49456	3.00	15,000.00	0.00	0.00
WAYNE E. WEBER	TRUSTEE			
11999 LAKESIDE DRIVE				
FISHERS, IN 46038	3.00	15,000.00	0.00	0.00
C. DANIEL YATES	TRUSTEE			
8036 HEYWARD DRIVE				
INDIANAPOLIS, IN 46250	3.00	15,000.00	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 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	11,989,101.58
b	Average of monthly cash balances	1b	459,724.93
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	12,448,826.51
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	12,448,826.51
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	186,732.40
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,262,094.11
6	Minimum investment return. Enter 5% of line 5	6	613,104.71

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	613,104.71
2a	Tax on investment income for 2011 from Part VI, line 5	2a	7,266.30
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	7,266.30
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	605,838.41
4	Recoveries of amounts treated as qualifying distributions	4	0.00
5	Add lines 3 and 4	5	605,838.41
6	Deduction from distributable amount (see instructions)	6	0.00
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	605,838.41

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	779,950.00
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	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	779,950.00
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	7,266.30
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	772,683.70

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
1 Distributable amount for 2011 from Part XI, line 7				605,838.41
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			530,906.97	
b Total for prior years:		0.00		
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	0.00			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 779,950.00				
a Applied to 2010, but not more than line 2a			530,906.97	
b Applied to undistributed income of prior years (Election required - see instructions)		0.00		
c Treated as distributions out of corpus (Election required - see instructions)	0.00			
d Applied to 2011 distributable amount				249,043.03
e Remaining amount distributed out of corpus	0.00			
5 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
6 Enter the net total of each column as indicated below:				
a Corpus: Add lines 3f, 4c, and 4e. Subtract line 5	0.00			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.00		
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		0.00		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.00		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.00	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				356,795.38
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.00			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.00			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.00			
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				

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)

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see 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
a Paid during the year				
BROWN COUNTY ART GALLERY PO BOX 443 NASHVILLE, IN 47448	NONE	PUBLIC CHARITY	CHARITABLE	1,000.00
CATHEDRAL HIGH SCHOOL 5225 EAST 56TH ST INDIANAPOLIS, IN 46226	NONE	PUBLIC CHARITY	CHARITABLE	12,000.00
CUMBERLAND COLLEGE 6191 COLLEGE STATION DR WILLIAMSBURG, KY 40769	NONE	PUBLIC CHARITY	EDUCATIONAL	4,000.00
CYANIDE POISONING TREATMENT COALITION 120 EAST MARKET ST STE 1201 INDIANAPOLIS, IN 46204	NONE	PUBLIC CHARITY	CHARITABLE	5,000.00
DJ ANGUS SCIENTECH EDUCATIONAL 8036 HEYWARD DRIVE INDIANAPOLIS, IN 46250	NONE	PUBLIC CHARITY	CHARITABLE	2,000.00
Total SEE CONTINUATION SHEET(S) ▶ 3a				720,500.00
b Approved for future payment				
NONE				
Total ▶ 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
GLEANERS FOOD BANK 1102 EAST 16TH STREET INDIANAPOLIS, IN 46202	NONE	PUBLIC CHARITY	CHARITABLE	20,000.00
GOOD NEWS MINISTRIES P.O. BOX 1871 INDIANAPOLIS, IN 46204	NONE	PUBLIC CHARITY	CHARITABLE	2,500.00
GRAND VALLEY STATE UNIVERSITY 401 NORTH FULTON GRAND RAPIDS, MI 49503	NONE	PUBLIC CHARITY	EDUCATIONAL	87,500.00
INDIANAPOLIS SYMPHONY FOUNDATION 32 EAST WASHINGTON STREET INDIANAPOLIS, IN 46204	NONE	PUBLIC CHARITY	CHARITABLE	25,000.00
INDIANAPOLIS ZOOLOGICAL SOCIETY 1200 W WASHINGTON ST INDIANAPOLIS, IN 46222	NONE	PUBLIC CHARITY	CHARITABLE	172,500.00
INTERLOCHEN CENTER FOR THE ARTS P. O. BOX 199 INTERLOCHEN, MI 49643	NONE	PUBLIC CHARITY	EDUCATIONAL	100,000.00
ST. LUKES METHODIST CHURCH 100 WEST 86TH STREET INDIANAPOLIS, IN 46260	NONE	PUBLIC CHARITY	CHARITABLE	3,100.00
ST. MARY'S CHILD CENTER 901 DR MARTIN LUTHER KING JR ST INDIANAPOLIS, IN 46202	NONE	PUBLIC CHARITY	CHARITABLE	1,400.00
STERLING COLLEGE PO BOX 72 CRAFTSBURG COMMON, VT 05827	NONE	PUBLIC CHARITY	CHARITABLE	15,000.00
THE EITELJORG MUSEUM 500 W WASHINGTON ST INDIANAPOLIS, IN 46204	NONE	PUBLIC CHARITY	CHARITABLE	152,500.00
Total from continuation sheets				696,500.00

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

Recipient	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
Name and address (home or business)				
THE INDIANAPOLIS CHILDREN'S MUSEUM 3000 N MERIDIAN ST INDIANAPOLIS, IN 46208	NONE	PUBLIC CHARITY	CHARITABLE	53,500.00
THIRD PHASE INC 15755 ALLISONVILLE RD NOBLESVILLE, IN 46060	NONE	PUBLIC CHARITY	CHARITABLE	1,000.00
ANDERSON UNIVERSITY YOUTH LEADERSHIP ACADEMY 1100 EAST FIFTH STREET ANDERSPN, IN 46012	NONE	PUBLIC CHARITY	CHARITABLE	500.00
GRAND HAVEN COMMUNITY FOUNDATION ONE SOUTH HARBOR DR GRAND HAVEN, MI 49417	NONE	PUBLIC CHARITY	CHARITABLE	2,500.00
INDIANA UNIVERSITY CENTER FOR PHILANTHROPY 950 NORTH MERIDIAN ST INDIANAPOLIS, IN 46204	NONE	PUBLIC CHARITY	CHARITABLE	1,000.00
IU HERRON SCHOOL OF ART AND DESIGN 735 WEST NEW YORK ST INDIANAPOLIS, IN 46202	NONE	PUBLIC CHARITY	CHARITABLE	1,000.00
RILEY HOSPITAL FOR CHILDREN AT IU HEALTH 705 RILEY HOSPITAL DR INDIANAPOLIS, IN 46202	NONE	PUBLIC CHARITY	CHARITANLE	50,000.00
MT CARMEL CHRISTIAN CHURCH 4183 MT CARMEL TOBACCO ROAD CINCINNATI, OH 45255	NONE	PUBLIC CHARITY	CHARITABLE	5,000.00
SPRING LAKE SAILING FOUNDATION 250 WASHINGTON AVE GRAND HAVEN, MI 49417	NONE	PUBLIC CHARITY	CHARITABLE	2,500.00
Total from continuation sheets				

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	PUBLICLY TRADED SECURITIES - THE TRUST COMPANY OF	P	VARIOUS	VARIOUS
b	BRISTOL MYERS SQUIBB SETTLEMENT	P	VARIOUS	05/02/11
c	NORTEL SETTLEMENT	P	VARIOUS	07/28/11
d	PINE GROVE SETTLEMENT	P	VARIOUS	
e	CAPITAL GAINS DIVIDENDS			
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 3,810,801.17		3,453,879.71	356,921.46
b 75.02			75.02
c 19.99			19.99
d 81,919.00			81,919.00
e 53,215.96			53,215.96
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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			356,921.46
b			75.02
c			19.99
d			81,919.00
e			53,215.96
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

492,151.43

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	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
THE TRUST COMPANY OF OXFORD - DIVIDENDS	329,931.53	53,215.96	276,715.57
TOTAL TO FM 990-PF, PART I, LN 4	329,931.53	53,215.96	276,715.57

FORM 990-PF	OTHER INCOME	STATEMENT	2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
THE TRUST COMPANY OF OXFORD - OTHER INVESTMENT INCOME JP MORGAN ALERIAN	25,634.88	25,634.88	
THE TRUST COMPANY OF OXFORD - OTHER INVESTMENT INCOME INGERSOLL RAND	238.22	238.22	
THE TRUST COMPANY OF OXFORD - OTHER INVESTMENT INCOME EATON VANCE	1,906.33	1,906.33	
TOTAL TO FORM 990-PF, PART I, LINE 11	27,779.43	27,779.43	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING	4,900.00	2,450.00		2,450.00	
TO FORM 990-PF, PG 1, LN 16B	4,900.00	2,450.00		2,450.00	

FORM 990-PF	TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAX WITHHELD	7,979.15	7,979.15		0.00	
TO FORM 990-PF, PG 1, LN 18	7,979.15	7,979.15		0.00	

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT MANAGEMENT FEES	54,439.32	54,439.32		0.00	
PROFESSIONAL SUBSCRIPTIONS	695.00	695.00		0.00	
INSURANCE	750.00	750.00		0.00	
BANK FEES AND MISCELLANEOUS	702.58	702.58		0.00	
TO FORM 990-PF, PG 1, LN 23	56,586.90	56,586.90		0.00	

FORM 990-PF	CORPORATE STOCK		STATEMENT	6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
JPMORGAN ALERIAN	581,696.72	613,270.89		
VANGUARD FTSE ALL WORLD	851,968.76	609,618.75		
MASIMO LABORATORIES INC	0.00	1.00		
ISHARES IBOXX HIGH YIELD	395,767.50	410,304.84		
AON CORPORATION	26,084.46	31,590.00		
ANGLOGOLD LTD	33,325.57	49,624.05		
APACHE CORPORATION	37,127.67	44,565.36		
BARRICK GOLD CORP	21,047.79	36,426.25		
CA INC	57,016.06	54,054.91		
CANADIAN NATURAL RESOURCES	27,839.50	31,615.02		
CISCO	30,442.76	33,014.08		
CITIGROUP INC	38,946.97	28,335.87		
CVS CORP	22,319.46	28,668.34		
GENERAL MOTORS	25,677.54	15,182.23		
GENWORTH FINANCIAL	23,834.04	16,479.80		
GOLDMAN SACHS GROUP	35,024.75	21,884.06		
HALLIBURTON CO	5,276.50	10,525.55		
HARTFORD FINANCIAL SERVICES	43,935.74	33,523.75		

HESS CORP	13,750.94	13,859.20
INGERSOLL RAND	11,148.00	16,880.38
JPMORGAN ALERIAN	17,130.78	17,423.00
LINCOLN NATIONAL CORP	16,593.53	11,923.88
LOWES CORP	20,635.53	29,291.70
MERCK & CO	14,785.88	19,377.80
METLIFE INC	35,309.15	32,894.90
MICROSOFT CORP	21,954.63	26,271.52
MOTOROLA INC	10,907.37	22,080.33
NRG ENERGY INC	24,497.74	12,448.44
NOBLE ENERGY	15,124.05	28,600.17
OCCIDENTAL PETE CORP	15,962.80	17,428.20
PACCAR	16,323.42	17,498.49
PFIZER INC	53,304.26	66,694.48
PHILIP MORRIS INTL INC	9,622.57	17,579.52
PITNEY BOWES	12,640.73	10,641.96
RAYTHEON COMPANY	22,124.36	24,190.00
SANOFI AVENTIS	45,100.46	49,767.48
TALISMAN ENERGY INC	39,387.06	32,576.25
TEVA PHAMACEUTICAL	28,205.88	25,265.36
TIME WARNER	24,922.06	28,586.74
UNION PAC CORP	11,576.76	24,895.90
UNUM GROUP	28,291.09	26,885.32
VIACOM INC CL B	19,498.55	52,448.55
WELLS FARGO & CO	28,726.46	32,768.84
ABERCROMBIE & FITCH	8,680.11	6,495.72
ALTERA CORP	11,757.17	10,759.00
AMAZON.COM	23,808.66	21,291.30
AMERICAN TOWER CORP	23,919.06	27,604.60
APPLE COMPUTER	50,214.08	61,560.00
BAIDU INC	22,305.24	20,615.19
BIOGEN	9,419.79	10,564.80
BORG WARNER	18,908.42	15,935.00
CH ROBINSON	14,825.78	13,258.20
CELGENE	16,035.83	16,967.60
CERNER CORP	10,063.89	10,412.50
CITRIX SYSTEMS	19,948.81	15,787.20
CLIFFS NATURAL	15,242.92	11,098.30
COGNIZANT TECH	37,035.17	32,798.10
CONCHO RESOURCES	23,598.30	25,593.75
CME GROUP	14,087.08	12,183.50
COSTCO WHOLESALE	13,803.92	14,164.40
CTRIPOCOM INTL	15,339.85	9,219.60
DANAHER	42,598.38	38,525.76
DEERE & CO	22,200.91	20,884.50
EMC CORP	37,222.27	30,522.18
ECOLAB	18,688.41	20,406.93
EDWARDS LIFESCIENCES	19,829.23	17,887.10
EXPRESS SCRIPTS	22,275.44	18,948.56
FMC TECHNOLOGIES	22,786.28	28,830.96
FLUOR CORP	20,084.55	16,080.00
FRANKLIN RES	23,018.86	17,771.10
GENERAL MILLS	12,515.45	12,809.97
GOOGLE INC	36,839.84	44,567.10

ILLINOIS TOOL WORKS	15,029.08	12,518.28
INTERCONTINENTAL EXCHANGE	15,829.87	15,671.50
INTUIT	13,719.77	14,514.84
INTUITIVE SURGICAL	10,743.95	13,890.30
JPMORGAN	15,864.74	13,532.75
LAS VEGAS SANDS	21,505.38	22,689.63
ESTEE LAUDER	14,421.03	15,724.80
LINKEDIN	7,901.09	6,931.10
MONSANTO	27,589.43	27,327.30
NETAPP INC	19,144.16	14,979.51
OREILLY AUTOMOTIVE	10,917.01	13,511.55
OCCIDENTAL PETE CORP	28,027.81	25,954.90
ORACLE CORP	36,287.42	28,728.00
PEABODY ENERGY	7,468.45	5,430.04
PERRIGO CO	5,528.80	6,129.90
PRECISION CASTPARTS	3,840.24	3,954.96
PRICELINE.COM	29,282.78	27,594.89
QUALCOMM INC	40,662.75	41,025.00
RALPH LAUREN	16,782.63	17,812.32
SALESFORCE	24,972.52	18,364.26
SCHLUMBERGER	37,070.89	30,534.57
SHIRE LIMITED	16,116.31	18,702.00
STARBUCKS	17,013.64	19,784.30
TD AMERITRADE	13,402.68	10,955.00
UNION PAC CORP	45,044.10	46,825.48
UNITED TECHNOLOGIES	25,808.34	21,927.00
UNITEDHEALTH GROUP	39,598.29	39,226.32
VARIAN MEDICAL	12,332.26	12,083.40
VERISIGN INC	14,472.08	15,823.96
VISA INC	31,864.30	42,642.60
YUM BRANDS INC	12,713.25	13,572.30
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,072,864.60	3,948,868.84

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	7
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ARTISAN SMALL CAP VALUE FUND	FMV	392,200.00	356,201.45
EUROPACIFIC GROWTH FUND CL F	FMV	848,384.15	686,240.40
HARDING LOEVNER EMERG MKTS	FMV	322,957.31	463,806.30
MATTHEWS ASIAN GROWTH & INCOME	FMV	290,000.00	263,794.60
PIMCO COMMODITY REAL RETURN	FMV	207,792.48	167,497.99
PIMCO EMERGING LOCAL BOND FD	FMV	337,937.85	315,412.49
RAINIER SMALL MID CAP GWTH EQUITY	FMV	558,305.88	423,173.94
TWEEDY BROWNE GLOBAL VALUE	FMV	537,717.87	595,512.75
VANGUARD 500 INDEX FD SIGNAL	FMV	1,886,179.13	2,190,288.78
VIRTUS REAL ESTATE SECURITIES FD	FMV	244,519.55	256,038.31
HATTERAS MULTI STRATEGY FUND	FMV	783,600.00	792,776.00
ABERDEEN ASIA BOND	FMV	378,959.26	346,799.11

THE R. B. ANNIS EDUCATIONAL FOUNDATION

35-6627460

MUNDER VERACITY SMALL CAP	FMV	37,168.49	37,045.45
RS GLOBAL NATURAL RESOURCES	FMV	235,000.00	201,182.92
TOTAL TO FORM 990-PF, PART II, LINE 13		<u>7,060,721.97</u>	<u>7,095,770.49</u>