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

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

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation Regal Beloit Charitable Foundation		A Employer identification number 39-1814812
Number and street (or P O box number if mail is not delivered to street address) 200 State Street		Room/suite WI 53511
City or town, state, and ZIP code Beloit		
G Check all that apply		<input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change
H Check type of organization		<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 2,299,517		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books (b) Net investment income (c) Adjusted net income (d) Disbursements for charitable purposes (cash basis only)
Revenue		
1 Contributions, gifts, grants, etc., received (attach schedule)	500,000	
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B	0	
3 Interest on savings and temporary cash investments	2,389	2,389
4 Dividends and interest from securities	24,722	22,005
5 a Gross rents	0	
b Net rental income or (loss)	0	
6 a Net gain or (loss) from sale of assets not on line 10	0	
b Gross sales price for all assets on line 6a	0	
7 Capital gain net income (from Part IV, line 2)	0	
8 Net short-term capital gain	0	
9 Income modifications	0	
10 a Gross sales less returns and allowances	0	
b Less Cost of goods sold	0	
c Gross profit or (loss) (attach schedule)	0	
11 Other income (attach schedule)	0	0
12 Total. Add lines 1 through 11	527,111	24,394
Operating and Administrative Expenses		
13 Compensation of officers, directors, trustees, etc	0	
14 Other employee salaries and wages	0	
15 Pension plans, employee benefits	0	
16 a Legal fees (attach schedule)	0	0
b Accounting fees (attach schedule)	0	0
c Other professional fees (attach schedule)	6,347	6,347
17 Interest	0	
18 Taxes (attach schedule) (see instructions)	348	0
19 Depreciation (attach schedule) and depletion	0	0
20 Occupancy	0	
21 Travel, conferences, and meetings	0	
22 Printing and publications	0	
23 Other expenses (attach schedule)	0	0
24 Total operating and administrative expenses.	0	0
Add lines 13 through 23		6,695
25 Contributions, gifts, grants paid	314,000	314,000
26 Total expenses and disbursements Add lines 24 and 25	320,695	6,695
27 Subtract line 26 from line 12	0	
a Excess of revenue over expenses and disbursements	206,416	
b Net investment income (if negative, enter -0-)	17,699	
c Adjusted net income (if negative, enter -0-)	0	

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	507	-24	-24
	2 Savings and temporary cash investments	951,652	373,084	373,084
	3 Accounts receivable ► 0	0	0	0
	Less allowance for doubtful accounts ► 0	0	0	0
	4 Pledges receivable ► 0	0	0	0
	Less allowance for doubtful accounts ► 0	0	0	0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)		0	0
	7 Other notes and loans receivable (attach schedule) ► 0	0	0	0
	Less allowance for doubtful accounts ► 0	0	0	0
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)	126,432	153,294	154,130
	b Investments—corporate stock (attach schedule)	0	0	0
	c Investments—corporate bonds (attach schedule)	601,044	127,416	129,034
	11 Investments—land, buildings, and equipment basis ► 0	0	0	0
	Less accumulated depreciation (attach schedule) ► 0	0	0	0
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	427,710	1,659,989	1,643,293
	14 Land, buildings, and equipment basis ► 0	0	0	0
	Less accumulated depreciation (attach schedule) ► 0	0	0	0
	15 Other assets (describe ►)	0	0	0
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,107,345	2,313,759	2,299,517
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons	0	0	0
	21 Mortgages and other notes payable (attach schedule)	0	0	0
	22 Other liabilities (describe ►)	0	0	0
	23 Total liabilities (add lines 17 through 22)	0	0	0
Net Assets or Fund Balances	24 Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.	2,107,345	2,313,759	
	25 Unrestricted			
	26 Temporarily restricted			
	27 Permanently restricted			
	28 Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 27 through 31.			
	29 Capital stock, trust principal, or current funds		0	
	30 Paid-in or capital surplus, or land, bldg , and equipment fund			
	31 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	2,107,345	2,313,759	
	31 Total liabilities and net assets/fund balances (see instructions)	2,107,345	2,313,759	

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	2,107,345
2 Enter amount from Part I, line 27a	2	206,416
3 Other increases not included in line 2 (itemize) ►	3	0
4 Add lines 1, 2, and 3	4	2,313,761
5 Decreases not included in line 2 (itemize) ►	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,313,761

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 n/a					
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 0	0	0	0		
b 0	0	0	0		
c 0	0	0	0		
d 0	0	0	0		
e 0	0	0	0		
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 0	0	0	0		
b 0	0	0	0		
c 0	0	0	0		
d 0	0	0	0		
e 0	0	0	0		
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	0		
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	0		

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	122,576	1,683,654	0 072804
2009	93,568	1,437,057	0 065111
2008	122,833	1,176,912	0 104369
2007	91,636	1,352,394	0 067758
2006	109,845	502,181	0 218736

2 Total of line 1, column (d)

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

4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5

5 Multiply line 4 by line 3

6 Enter 1% of net investment income (1% of Part I, line 27b)

7 Add lines 5 and 6

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

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 instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-

6 Credits/Payments

a 2011 estimated tax payments and 2010 overpayment credited to 2011

b Exempt foreign organizations—tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

1	177
2	0
3	177
4	
5	177
6a	0
6b	
6c	0
6d	
7	0
8	0
9	177
10	0
11	0

7 Total credits and payments Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax Check here if Form 2220 is attached9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter amount owed10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the amount overpaid11 Enter the amount of line 10 to be **Credited to 2012 estimated tax** ►

0

Refunded ►

Part VII-A Statements Regarding Activities

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?

	Yes	No
1a		X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?

1b		X
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If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

c Did the foundation file Form 1120-POL for this year?

1c		X
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d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year

(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____

2		X
---	--	---

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____

3		X
---	--	---

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

4a		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*

4b		N/A
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4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

5		X
---	--	---

b If "Yes," has it filed a tax return on Form 990-T for this year?

6		X
---	--	---

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T

7		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?

8b		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*

9		X
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8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

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*

10		X
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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*10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)

12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?

11		X
12		X
13	X	

Website address ► N/A

14 The books are in care of ► Carla Homan Telephone no ► (608) 361-7508
Located at ► 200 State Street Beloit, WI ZIP+4 ► 53511

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 □

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

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

1a During the year did the foundation (either directly or indirectly)

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No

(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

	Yes	No
1a		
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		

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 ► □

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?

1b	N/A
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 ► 20 _____, 20 _____, 20 _____, 20 _____

 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 ► 20 _____, 20 _____, 20 _____, 20 _____

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?

 Yes No

b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)

3b	N/A
4a	X

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 ► <input type="checkbox"/>			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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>	<input type="checkbox"/> Yes <input type="checkbox"/> No			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		6b	
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		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
Mark Giesebe 200 State Street Beloit WI 53511	Trustee/Chair 00	0	0	0
Charles Hinrichs 200 State Street Beloit WI 53511	Trustee 00	0	0	0
Rakesh Sachdev 200 State Street Beloit WI 53511	Chair-Corp Gov 00	0	0	0
	00	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				►

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		0
		0
		0
		0
		0
		0
Total number of others receiving over \$50,000 for professional services		►

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 Provided Contributions to the groups listed on Part XV	
	0
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 None	
	0
2	
3	
Total. Add lines 1 through 3	► 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	1,652,881
b	Average of monthly cash balances	1b	671,707
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,324,588
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,324,588
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	34,869
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,289,719
6	Minimum investment return. Enter 5% of line 5	6	114,486

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	114,486
2a	Tax on investment income for 2011 from Part VI, line 5	2a	177
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	177
3	Distributable amount before adjustments Subtract line 2c from line 1	3	114,309
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	114,309
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	114,309

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	314,000
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the	3a	
a	Suitability test (prior IRS approval required)	3b	0
b	Cash distribution test (attach the required schedule)	4	314,000
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	177
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)	6	313,823
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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				114,309
2 Undistrbuted income, if any, as of the end of 2011				
a Enter amount for 2010 only			0	
b Total for prior years 20 ____, 20 ____, 20 ____		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006 85,201				
b From 2007 25,647				
c From 2008 65,479				
d From 2009 22,321				
e From 2010 38,915				
f Total of lines 3a through e 237,563				
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ 314,000			0	
a Applied to 2010, but not more than line 2a				
b Applied to undistrbuted 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				114,309
e Remaining amount distributed out of corpus 199,691				
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 5 437,254				
b Prior years' undistrbuted income Subtract line 4b from line 2b 0				
c Enter the amount of prior years' undistrbuted income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions 0				
e Undistrbuted income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions 0				
f Undistrbuted income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distrbuted in 2012 0				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) 85,201				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a 352,053				
10 Analysis of line 9				
a Excess from 2007 25,647				
b Excess from 2008 65,479				
c Excess from 2009 22,321				
d Excess from 2010 38,915				
e Excess from 2011 199,691				

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

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)				
a Paid during the year				
Beloit Memorial Hospital Foundation	N/A	Private	Building Fund	40,000
United Way of Marathon County	N/A	Public	Provide Community service	25,000
Fort Wayne United Way	N/A	Public	Provide Community Service	17,000
Stateline United Way	N/A	Public	Provide Community Service	52,500
United Way of Greater Milwaukee	N/A	Public	Provide Community Service	11,000
Woodson YMCA Foundation	N/A	Public	Building Fund	15,000
Beloit YMCA Foundation	N/A	Public	Provide Community Service	6,000
Beloit College	N/A	Private	Building Fund	80,000
Australian Red Cross	N/A	Public	Victoria Flood Victims Relief Fund	10,000
Beloit Public Library	N/A	Public	Building Fund	10,000
The Friends of Riverfront	N/A	Private	Riverfront Development Fund	5,000
Total	See Attached Statement		► 3a	314,000
b Approved for future payment				
Beloit 2020 Corporation	N/A	Private	Building Fund/Community Park	20,000
Beloit Public Library	N/A	Public	Building Fund	20,000
Aspirius Weston YMCA Foundation	N/A	Public	Building Fund	45,000
Beloit Memorial Hospital	N/A	Private	Building Fund	160,000
United Way of Marathon County	N/A	Public	Provide Community Service	125,000
Heart of the Ozarks United Way	N/A	Public	Provide Community Service	1,770
Total	See Attached Statement		► 3b	473,556

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) Exclusion code	(d) Amount	
1 Program service revenue					
a <u>None</u>	0		0	0	
b _____	0		0	0	
c _____	0		0	0	
d _____	0		0	0	
e _____	0		0	0	
f _____	0		0	0	
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					2,389
4 Dividends and interest from securities					24,722
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					0
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue	a _____				
b _____	0		0	0	
c _____	0		0	0	
d _____	0		0	0	
e _____	0		0	0	
12 Subtotal Add columns (b), (d), and (e)					27,111
13 Total. Add line 12, columns (b), (d), and (e)					27,111

(See worksheet in line 13 instructions to verify calculations)

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

- a Transfers from the reporting foundation to a noncharitable exempt organization of
 - (1) Cash
 - (2) Other assets
- b Other transactions
 - (1) Sales of assets to a noncharitable exempt organization
 - (2) Purchases of assets from a noncharitable exempt organization
 - (3) Rental of facilities, equipment, or other assets
 - (4) Reimbursement arrangements
 - (5) Loans or loan guarantees
 - (6) Performance of services or membership or fundraising solicitations
- c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign
Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

May the IRS discuss this return with the preparer shown below (see instructions)? Yes No

**Paid
Preparer
Use Only**

Signature of officer or trustee

Date

1

Check if
self-employed

self-employed

Firm's EIN

Schedule B
(Form 990, 990-EZ,
or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

OMB No 1545-0047

2011

► Attach to Form 990, Form 990-EZ, or Form 990-PF.

Name of the organization

Employer identification number

Regal Beloit Charitable Foundation

39-1814812

Organization type (check one):

Filers of: _____ **Section:** _____

Form 990

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33⅓ % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ► \$

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
----------------------	--------------------------------

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Regal Beloit Corporation 200 State Street Beloit, WI 53511	\$ 500000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	N/A	\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Name of organization			Employer identification number	
Part III <i>Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year.</i> Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of <i>exclusively religious, charitable, etc., contributions of \$1,000 or less</i> for the year. (Enter this information once. See instructions.) ► \$ _____ Use duplicate copies of Part III if additional space is needed.				
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held	
	N/A			
	(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee		
	(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee		
	(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee		
	(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee		
	(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee		

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

Beloit 2020

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship N/A	Foundation Status Private
---------------------	------------------------------

Purpose of grant/contribution Riverfront Development Fund-Community Park	Amount 35,000
---	------------------

Name

Wisconsin Electric Machines

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship N/A	Foundation Status Private
---------------------	------------------------------

Purpose of grant/contribution UW Engineering Sponsorship Fee	Amount 7,500
---	-----------------

Name

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
--------------	-------------------

Purpose of grant/contribution	Amount 0
-------------------------------	-------------

Name

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
--------------	-------------------

Purpose of grant/contribution	Amount 0
-------------------------------	-------------

Name

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
--------------	-------------------

Purpose of grant/contribution	Amount 0
-------------------------------	-------------

Name

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
--------------	-------------------

Purpose of grant/contribution	Amount 0
-------------------------------	-------------

Continuation of Part XV, Line 3b (990-PF) - Grants and Contributions Approved for Future Payment**Recipient(s) approved for future payments**

Name

Stateline United Way

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship N/A	Foundation Status Public
---------------------	-----------------------------

Purpose of grant/contribution Provide Community Service	Amount 43,750
--	------------------

Name

Tipp City Area United Way

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship N/A	Foundation Status Public
---------------------	-----------------------------

Purpose of grant/contribution Provide Community Service	Amount 7,000
--	-----------------

Name

United Way of Montgomery, Radford & Floyd Counties

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship N/A	Foundation Status Public
---------------------	-----------------------------

Purpose of grant/contribution Provide Community Service	Amount 1,650
--	-----------------

Name

United Way of Allen County

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship N/A	Foundation Status Public
---------------------	-----------------------------

Purpose of grant/contribution Provide Community Service	Amount 10,000
--	------------------

Name

United Way of Greater Milwaukee

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship N/A	Foundation Status Public
---------------------	-----------------------------

Purpose of grant/contribution Provide Community Service	Amount 11,000
--	------------------

Name

United Way of Greater Toledo

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship N/A	Foundation Status Public
---------------------	-----------------------------

Purpose of grant/contribution Provide Community Service	Amount 9,000
--	-----------------

Continuation of Part XV, Line 3b (990-PF) - Grants and Contributions Approved for Future Payment**Recipient(s) approved for future payments**

Name

United Way of Racine County

Street

City	State	Zip Code	Foreign Country
Relationship N/A	Foundation Status Public		
Purpose of grant/contribution Provide Community Service		Amount	7,886

Name

United Way of the Ozarks

Street

City	State	Zip Code	Foreign Country
Relationship N/A	Foundation Status Public		
Purpose of grant/contribution Provide Community Service		Amount	5,000

Name

United Way of Unicoi County

Street

City	State	Zip Code	Foreign Country
Relationship N/A	Foundation Status Public		
Purpose of grant/contribution Provide Community Service		Amount	4,000

Name

Greater Beloit Chamber of Commerce

Street

City	State	Zip Code	Foreign Country
Relationship N/A	Foundation Status Private		
Purpose of grant/contribution		Amount	2,500

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution		Amount	0

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution		Amount	0

Regal-Beloit Charitable Foundation
FEIN: 39-1814812
2011 Form 990-PF

Year Ended 12/31/11

T 2011[2011 Return]RBC Charitable Foundation[990PF Statement - 2011.xls]Sched

Part I, Line 16C - Other Professional Fees

Trust Administration Fees \$ 6,347

	Book Value (Basis)	Fair Market Value Year-End
--	--------------------------	----------------------------------

Part II - Balance Sheets

Line 10a Investments - Municipal Bonds

Kewaunee WI SD, 1 25%, 4/1/2012	25,000	25,051
Waukegan Txb, 4 25%, 12/30/2012	25,428	25,673
Rapid City SD, 1 75%, 1/1/2013	25,000	25,236
Norwalk WI SD, 2 5%, 3/1/2013	25,072	25,441
Mt Horeb WI, 5 7%, 3/1/2014	27,795	26,963
Kewaunee Cnty WI, 2 75%, 5/1/2014	25,000	25,765
Total Line 10a Municipal Bonds	<u><u>153,294</u></u>	<u><u>154,130</u></u>

Line 10c Investments - Corporate Bonds

Hewlett Packard Co, 2 95%, due 8/15/2012	25,831	25,231
JPMorgan Chase, 5 125%, due 9/15/2014	26,567	26,358
John Deere Cap, 2 95%, due 3/9/2015	25,751	26,339
Gen Elec Cap Corp, 2 25%, due 11/9/2015	24,266	25,112
Google Inc, 2 125%, due 5/19/2016	25,000	25,996
Total Line 10c Investments - Corporate Bonds	<u><u>127,416</u></u>	<u><u>129,034</u></u>

Line 13 Investments - Other

Certificate of Deposit		
Ally Bank	25,000	25,000
G E Money Bank CD	25,000	25,000
Total Line 13 Investments - Other	<u><u>50,000</u></u>	<u><u>50,000</u></u>

Variable Rate Notes

YMCA Metro Milw Demand Nt Va , due 5/1/2033	485,000	485,000
Orthopaedic Hosp WI Var Rt, due 3/1/2039	210,000	210,000
Madison Hotel Investors A , due 12/1/2045	500,000	500,000
Total Line 13 Investments - Other	<u><u>1,195,000</u></u>	<u><u>1,195,000</u></u>

Government Agencies

Fed Farm Credit	27,326	28,473
Total Line 13 Investments - Other	<u><u>27,326</u></u>	<u><u>28,473</u></u>

Mutual Funds

Cambiar Opportunity Investment	37,412	30,867
Dodge & Cox Stock	51,419	38,056
Fairholme	33,029	24,730
Fidelity Contrafund	30,971	42,736
Prme Cap Odyssey Stk Fund	30,753	34,467
Prme Cap Odyssey Growth	15,011	13,100
Spartan 500 Index Adv	46,848	44,360
Vanguard Prmecap Core	10,423	14,585
T Rowe Pnace Mid-Cap Growth	16,940	15,865
The Delafield Fund	20,314	22,925
Royce Value Plus	25,539	28,193
Wasatch Small Cap Value Fund	22,233	18,553
Dodge & Cox Int'l Stock Fund	30,039	23,457
Dnehaus Emerging Markets	23,141	22,014
Scout International	17,669	17,743
Wm Blair Int'l Growth I	25,921	28,169
Total	<u><u>437,663</u></u>	<u><u>419,820</u></u>

Total Line 13 Investments - Other 1,659,989 1,643,293

Part VII-A, Line 8b

Wisconsin has no registration or reporting requirements at this time

Regal-Beloit Charitable Foundation
FEIN: 39-1814812
2011 Form 990-PF

Schedule to Support Form 990-PF
Year Ended 12/31/11

T:\2011\2011 Return\RBC Charitable Foundation\990PF Statement - 2011.xls]Off&Dir

Part VIII, Line 1 - List all officers, directors, trustees, foundation managers, and their compensation:

(a) Name and Address:	(b) Title, Avg Hrs	(c) Compensation	(d) Contributions	(e) Expenses
Mark Giebe 200 State Street, Beloit WI 53511	Trustee 0 Hours	-0-	-0-	-0-
Charles A. Hinrichs 200 State Street, Beloit WI 53511	Trustee 0 Hours	-0-	-0-	-0-
Rakesh Sachdev 200 State Street, Beloit WI 53511	Chairperson of Corp. Gov & Dir. Of Affairs Committee 0 Hours	-0-	-0-	-0-