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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

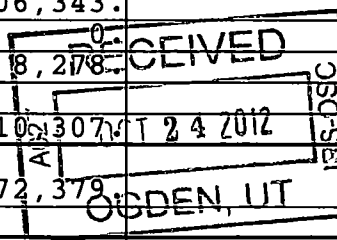
, and ending

Name of foundation HAROLD K.L. CASTLE FOUNDATION		A Employer identification number 99-6005445
Number and street (or P.O. box number if mail is not delivered to street address) 1197 AULOA ROAD	Room/suite	B Telephone number (808) 263-7073
City or town, state, and ZIP code KAILUA, HI 96734		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ 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) \$ 157,909,875.	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		8,814.	9,137.		
4 Dividends and interest from securities		1,644,963.	1,644,963.		
5a Gross rents		6,922,967.	6,651,392.		STATEMENT 2
b Net rental income or (loss) 4,052,201.					STATEMENT 3
6a Net gain or (loss) from sale of assets not on line 10		904,563.			STATEMENT 1
b Gross sales price for all assets on line 6a 17,095,816.					
7 Capital gain net income (from Part IV, line 2)			783,831.		
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		745,695.	745,984.		STATEMENT 4
12 Total. Add lines 1 through 11		10,227,002.	9,835,307.		
13 Compensation of officers, directors, trustees, etc		302,637.	64,770.		237,867.
14 Other employee salaries and wages		279,457.	156,025.		123,432.
15 Pension plans, employee benefits		108,507.	37,245.		71,262.
16a Legal fees STMT 5		3,177.	1,205.		939.
b Accounting fees STMT 6		32,302.	12,253.		20,049.
c Other professional fees STMT 7		811,799.	308,985.		500,273.
17 Interest					
18 Taxes STMT 8		439,338.	366,968.		24,077.
19 Depreciation and depletion		810,548.	806,343.		
20 Occupancy		11,155.			11,155.
21 Travel, conferences, and meetings		21,825.	8,278.		13,547.
22 Printing and publications					
23 Other expenses STMT 9		1,910,129.	1,810,307.		128,269.
24 Total operating and administrative expenses. Add lines 13 through 23		4,730,874.	3,572,379.		1,130,870.
25 Contributions, gifts, grants paid		6,072,452.			6,072,452.
26 Total expenses and disbursements. Add lines 24 and 25		10,803,326.	3,572,379.		7,203,322.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<576,324.>			
b Net investment income (if negative, enter -0-)			6,262,928.		
c Adjusted net income (if negative, enter -0-)				N/A	

SCANNED OCT 26 2012

Operating and Administrative Expenses



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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	5,261,752.	1,153,294.	1,153,294.	
	2 Savings and temporary cash investments	6,271,891.	5,664,138.	5,664,138.	
	3 Accounts receivable ▶ 175,397.				
	Less: allowance for doubtful accounts ▶	139,203.	175,397.	175,397.	
	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	252,709.	364,716.	364,716.	
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock STMT 11	58,970,264.	60,193,174.	61,043,533.	
	c Investments - corporate bonds STMT 12	214,615.	71,000.	70,996.	
	Liabilities	11 Investments - land, buildings, and equipment basis ▶ 5,108,277.	STATEMENT 19		
Less: accumulated depreciation ▶		5,113,731.	5,108,277.	44,456,000.	
12 Investments - mortgage loans					
13 Investments - other STMT 13		8,425,216.	11,611,283.	11,633,670.	
14 Land, buildings, and equipment basis ▶ 33,350,276.		STATEMENT 19			
Less: accumulated depreciation ▶ 8,812,143.		24,865,184.	24,538,133.	33,341,532.	
15 Other assets (describe ▶ STATEMENT 14)		6,410.	6,599.	6,599.	
16 Total assets (to be completed by all filers)		109,520,975.	108,886,011.	157,909,875.	
17 Accounts payable and accrued expenses		123,393.	91,621.		
18 Grants payable					
Net Assets or Fund Balances	19 Deferred revenue	562,955.	291,380.		
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶ STATEMENT 15)	976,552.	888,709.		
	23 Total liabilities (add lines 17 through 22)	1,662,900.	1,271,710.		
Foundations that follow SFAS 117, check here ▶ ☐	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☒	27 Capital stock, trust principal, or current funds	107,858,075.	107,614,301.	
		28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
		29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
		30 Total net assets or fund balances	107,858,075.	107,614,301.	
	31 Total liabilities and net assets/fund balances	109,520,975.	108,886,011.		

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	107,858,075.
2 Enter amount from Part I, line 27a	2	<576,324.>
3 Other increases not included in line 2 (itemize) ▶ CHANGE IN FMV ADJUSTMENT	3	5,751,433.
4 Add lines 1, 2, and 3	4	113,033,184.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	5,418,883.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	107,614,301.

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 STATEMENTS				
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 17,102,814.		16,318,983.	783,831.

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			783,831.

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	783,831.
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	6,129,544.	155,196,519.	.039495
2009	9,597,681.	148,483,737.	.064638
2008	8,335,686.	160,921,002.	.051800
2007	7,570,711.	174,146,760.	.043473
2006	8,034,250.	164,518,046.	.048835

2 Total of line 1, column (d)	2	.248241
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	.049648
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	158,719,024.
5 Multiply line 4 by line 3	5	7,880,082.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	62,629.
7 Add lines 5 and 6	7	7,942,711.
8 Enter qualifying distributions from Part XII, line 4	8	7,216,103.

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)

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	125,259.
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.
3	Add lines 1 and 2	3	125,259.
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	125,259.
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	136,319.
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	136,319.
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	45.
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	11,015.
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax ☐ Refunded ☐	11	0.

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
1b 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. (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? 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) ☐ HI		
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

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 ► WWW.CASTLEFOUNDATION.ORG	13	X	
14	The books are in care of ► CARLTON K.C. AU Telephone no. ► 808-263-8900 Located at ► 1197 AULOA ROAD, KAILUA, HI ZIP+4 ► 96734			
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 ► ☐	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No If "Yes," list the years ► _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	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)	3b	X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☒ Yes ☐ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

X

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? **SEE STATEMENT(S) 20**☒ 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

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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
SEE STATEMENT 16		302,637.	51,646.	0.

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
DONA ELIZABETH MURPH	GRANTS/OFFICE	MANAGER		
1197 AULOA ROAD, KAILUA, HI 96734	40.00	64,707.	19,070.	0.
ANN MATSUKADO	ACCOUNTING	MANAGER		
1197 AULOA ROAD, KAILUA, HI 96734	36.00	61,363.	15,206.	0.

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

2

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
GATESIDE, INC. 522 AHUI STREET, HONOLULU, HI 96813	CONSTRUCTION	387,274.
HAWAII SURFACE & MAINTENANCE SYSTEMS, INC. P.O. BOX 6600, KANEHOE, HI 96744-9178	CONSTRUCTION/BUILDING MAINTENANCE	225,251.
SECURITAS SECURITY 888 N. NIMITZ HIGHWAY, HONOLULU, HI 96817	SECURITY	136,466.
OAHU WASTE SERVICES, INC. P.O. BOX 30490, HONOLULU, HI 96820-0490	WASTE MANAGEMENT	80,819.
KLEENCO CORPORATION 3015 KOAPAKA STREET, HONOLULU, HI 96819	JANITORIAL	77,894.
Total number of others receiving over \$50,000 for professional services		5

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 NOT APPLICABLE	
	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NOT APPLICABLE	
	0.
2	
All other program-related investments. See instructions.	
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	77,237,473.
b	Average of monthly cash balances	1b	7,404,771.
c	Fair market value of all other assets	1c	76,493,821.
d	Total (add lines 1a, b, and c)	1d	161,136,065.
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	161,136,065.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,417,041.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	158,719,024.
6	Minimum investment return. Enter 5% of line 5	6	7,935,951.

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	7,935,951.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	125,259.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	125,259.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	7,810,692.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	7,810,692.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	7,810,692.

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	7,203,322.
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	12,781.
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	7,216,103.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	7,216,103.

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				7,810,692.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			7,013,634.	
b Total for prior years:		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: ▶ \$ 7,216,103.				
a Applied to 2010, but not more than line 2a			7,013,634.	
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				202,469.
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:	0.			
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 instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				7,608,223.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	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				

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

[illegible]

- 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
N/A		

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 instr.)? ☒ Yes ☐ No
	 Signature of officer or trustee	<u>10/17/12</u> Date	

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature 	Date 10/15/12	Check ☐ if self-employed	PTIN P00647777
	Firm's name ▶ KMH LLP			Firm's EIN ▶ 42-1539623	
	Firm's address ▶ 1003 BISHOP STREET, SUITE 2400 HONOLULU, HI 96813			Phone no. 808-526-2255	

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	J.P. MORGAN A17106005 - STMT D-1		VARIOUS	VARIOUS
b	J.P. MORGAN A17106005 - STMT D-1		VARIOUS	VARIOUS
c	J.P. MORGAN A17106005 - STMT D-1		VARIOUS	VARIOUS
d	J.P. MORGAN A17109009 - STMT D-2		VARIOUS	VARIOUS
e	J.P. MORGAN A17109009 - RETURN OF CAPITAL		VARIOUS	VARIOUS
f	J.P. MORGAN A17109009 - STMT D-2		VARIOUS	VARIOUS
g	J.P. MORGAN A17109009 - STMT D-2		VARIOUS	VARIOUS
h	J.P. MORGAN A17111005 - STMT D-3		VARIOUS	VARIOUS
i	J.P. MORGAN A17111005 - STMT D-3		VARIOUS	VARIOUS
j	J.P. MORGAN A17111005 - STMT D-3		VARIOUS	VARIOUS
k	J.P. MORGAN A17113001 - STMT D-4		VARIOUS	VARIOUS
l	J.P. MORGAN A17113001 - STMT D-4		VARIOUS	VARIOUS
m	J.P. MORGAN A17113001 - STMT D-4		VARIOUS	VARIOUS
n	J.P. MORGAN A17120006 - STMT D-5		VARIOUS	VARIOUS
o	J.P. MORGAN A17124008 - STMT D-6		VARIOUS	VARIOUS

(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	288,029.	270,490.	17,539.
b	403,388.	384,516.	18,872.
c	2,103,757.	1,888,097.	215,660.
d	412,867.	486,472.	<73,605.>
e			0.
f	135,690.	153,794.	<18,104.>
g	1,813,817.	1,674,746.	139,071.
h	936,133.	1,069,385.	<133,252.>
i	256,854.	202,942.	53,912.
j	2,466,916.	2,356,166.	110,750.
k	55,763.	64,522.	<8,759.>
l	19,278.	21,430.	<2,152.>
m	420,752.	357,519.	63,233.
n	1,500,000.	1,248,104.	251,896.
o	1,264,661.	1,001,456.	263,205.

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			17,539.
b			18,872.
c			215,660.
d			<73,605.>
e			0.
f			<18,104.>
g			139,071.
h			<133,252.>
i			53,912.
j			110,750.
k			<8,759.>
l			<2,152.>
m			63,233.
n			251,896.
o			263,205.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

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

3

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	J.P. MORGAN A17131003 - STMT D-7		VARIOUS	VARIOUS
b	J.P. MORGAN A19426005 - STMT D-8		VARIOUS	VARIOUS
c	J.P. MORGAN A19426005 - CASH IN LIEU		VARIOUS	VARIOUS
d	J.P. MORGAN Q84817008 - STMT D-9		VARIOUS	VARIOUS
e	FROM K-1 - J.P. MORGAN PARTNERS H&Q FUND II, L.P.			
f	GAIN ON DISPOSITION OF J.P. MORGAN PARTNERS H&Q F	P	01/01/00	12/31/11
g	FROM K-1 - INTERNATIONAL VENTURE FUND I, L.P.			
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 1,500,000.		1,436,409.	63,591.
b 3,363,760.		3,431,153.	<67,393.>
c			0.
d 154,151.		143,615.	10,536.
e		12,967.	<12,967.>
f 6,998.		999.	5,999.
g		114,201.	<114,201.>
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			63,591.
b			<67,393.>
c			0.
d			10,536.
e			<12,967.>
f			5,999.
g			<114,201.>
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	783,831.
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



HAROLD K L CASTLE FNDTN-ADVISORY SM
Account Number: A 17106-00-5

STATEMENT D-1

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Short Term Covered								
KINDRED HEALTHCARE INC	494580103	264.000	01/12/11	02/08/11	6,386.35	5,273.40	1,112.95	
KINDRED HEALTHCARE INC	494580103	350.000	01/12/11	03/25/11	8,223.09	6,991.25	1,231.84	
KINDRED HEALTHCARE INC	494580103	390.000	Various	03/30/11	9,411.84	7,671.37	1,740.47	
KINDRED HEALTHCARE INC	494580103	420.000	01/26/11	04/06/11	10,289.84	7,951.53	2,338.31	
KINDRED HEALTHCARE INC	494580103	396.000	01/26/11	04/12/11	9,310.89	7,497.15	1,813.74	
CORE-MARK HOLDING CO INC	218681104	40.000	01/18/11	06/30/11	1,410.38	1,396.78	13.60	
FOOT LOCKER INC	344849104	1,410.000	Various	06/30/11	33,613.75	27,283.28	6,330.47	
INTERNATIONAL SPEEDWAY CORP	460335201	930.000	Various	06/30/11	26,848.67	27,168.43	-319.76	
CL A								
STAGE STORES INC	85254C305	1,580.000	Various	06/30/11	26,575.24	27,135.39	-560.15	
ENDEAVOUR INTERNATIONAL CORPORATION	29259G200	46.000	07/20/11	11/09/11	306.97	639.04	-332.07	
NEW								
ENDEAVOUR INTERNATIONAL CORPORATION	29259G200	39.000	07/20/11	11/09/11	265.59	541.79	-276.20	
NEW								
ENDEAVOUR INTERNATIONAL CORPORATION	29259G200	23.000	07/20/11	11/10/11	157.10	319.52	-162.42	
NEW								
ENDEAVOUR INTERNATIONAL CORPORATION	29259G200	25.000	07/20/11	11/10/11	171.22	347.30	-176.08	
NEW								
ENDEAVOUR INTERNATIONAL CORPORATION	29259G200	21.000	07/20/11	11/11/11	148.51	291.73	-143.22	
NEW								
ENDEAVOUR INTERNATIONAL CORPORATION	29259G200	10.000	07/20/11	11/11/11	71.23	138.92	-67.69	
NEW								
ENDEAVOUR INTERNATIONAL CORPORATION	29259G200	16.000	07/20/11	11/14/11	104.53	222.27	-117.74	
NEW								

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions



HAROLD K L CASTLE FNDTN-ADVISORY SM
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STATEMENT D-1

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Short Term Covered								
ENDEAVOUR INTERNATIONAL CORPORATION 29259G200 NEW		18.000	07/20/11	11/14/11	119.80	250.06	-130.26	
ENDEAVOUR INTERNATIONAL CORPORATION 29259G200 NEW		33.000	07/20/11	11/15/11	216.84	458.44	-241.60	
ENDEAVOUR INTERNATIONAL CORPORATION 29259G200 NEW		19.000	07/20/11	11/16/11	126.75	263.95	-137.20	
ENDEAVOUR INTERNATIONAL CORPORATION 29259G200 NEW		7.000	07/20/11	11/16/11	46.51	97.25	-50.74	
ENDEAVOUR INTERNATIONAL CORPORATION 29259G200 NEW		15.000	07/20/11	11/18/11	99.17	208.38	-109.21	
ENDEAVOUR INTERNATIONAL CORPORATION 29259G200 NEW		20.000	Various	11/21/11	127.68	228.13	-100.45	
ENDEAVOUR INTERNATIONAL CORPORATION 29259G200 NEW		21.000	08/05/11	11/22/11	138.35	204.73	-66.38	
ENDEAVOUR INTERNATIONAL CORPORATION 29259G200 NEW		16.000	08/05/11	11/23/11	99.27	155.99	-56.72	
ENDEAVOUR INTERNATIONAL CORPORATION 29259G200 NEW		10.000	08/05/11	11/25/11	59.39	97.49	-38.10	
ENDEAVOUR INTERNATIONAL CORPORATION 29259G200 NEW		21.000	08/05/11	11/28/11	133.34	204.73	-71.39	
ENDEAVOUR INTERNATIONAL CORPORATION 29259G200 NEW		15.000	08/05/11	11/29/11	96.02	146.24	-50.22	
ENDEAVOUR INTERNATIONAL CORPORATION 29259G200 NEW		29.000	08/05/11	11/30/11	198.80	282.73	-83.93	

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions

J.P.Morgan



HAROLD K L CASTLE FNDTN-ADVISORY SM
Account Number: A 17106-00-5

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Short Term Covered								
ENDEAVOUR INTERNATIONAL CORPORATION	29259G200	25 000	08/05/11	11/30/11	170.33	243.73	-73.40	
NEW								
ENDEAVOUR INTERNATIONAL CORPORATION	29259G200	90 000	08/05/11	12/01/11	625.24	877.43	-252.19	
NEW								
ENDEAVOUR INTERNATIONAL CORPORATION	29259G200	40 000	08/05/11	12/01/11	277.39	389.97	-112.58	
NEW								
ENDEAVOUR INTERNATIONAL CORPORATION	29259G200	33 000	08/05/11	12/02/11	233 10	321 72	-88 62	
NEW								
ENDEAVOUR INTERNATIONAL CORPORATION	29259G200	12 000	08/05/11	12/05/11	86.03	116.99	-30.96	
NEW								
ENDEAVOUR INTERNATIONAL CORPORATION	29259G200	19 000	08/05/11	12/05/11	133.55	185.24	-51 69	
NEW								
ENDEAVOUR INTERNATIONAL CORPORATION	29259G200	9 000	08/08/11	12/06/11	61 91	79.77	-17.86	
NEW								
ENDEAVOUR INTERNATIONAL CORPORATION	29259G200	14 000	08/08/11	12/06/11	96 65	124.08	-27.43	
NEW								
ENDEAVOUR INTERNATIONAL CORPORATION	29259G200	9 000	08/08/11	12/07/11	60.22	79.77	-19.55	
NEW								
ENDEAVOUR INTERNATIONAL CORPORATION	29259G200	9 000	08/08/11	12/07/11	59.95	79.77	-19.82	
NEW								
ENDEAVOUR INTERNATIONAL CORPORATION	29259G200	17 000	08/08/11	12/08/11	114.06	150.67	-36.61	
NEW								
ENDEAVOUR INTERNATIONAL CORPORATION	29259G200	17 000	08/08/11	12/08/11	113.93	150.67	-36.74	
NEW								

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions



HAROLD K L CASTLE FNDTN-ADVISORY SM

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Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Short Term Covered								
ENDEAVOUR INTERNATIONAL CORPORATION 29259G200 NEW		23 000	08/08/11	12/09/11	158.48	203.85	-45.37	
ENDEAVOUR INTERNATIONAL CORPORATION 29259G200 NEW		14 000	08/08/11	12/09/11	95.89	124.09	-28.20	
ENDEAVOUR INTERNATIONAL CORPORATION 29259G200 NEW		11 000	08/08/11	12/09/11	75.50	97.50	-22.00	
ENDEAVOUR INTERNATIONAL CORPORATION 29259G200 NEW		9.000	08/08/11	12/12/11	58.52	79.77	-21.25	
ENDEAVOUR INTERNATIONAL CORPORATION 29259G200 NEW		8.000	08/08/11	12/13/11	49.61	70.91	-21.30	
ENDEAVOUR INTERNATIONAL CORPORATION 29259G200 NEW		34.000	08/08/11	12/14/11	214.80	301.35	-86.55	
ENDEAVOUR INTERNATIONAL CORPORATION 29259G200 NEW		15.000	08/08/11	12/14/11	92.91	132.95	-40.04	
ENDEAVOUR INTERNATIONAL CORPORATION 29259G200 NEW		12 000	08/08/11	12/14/11	72.95	106.36	-33.41	
ENDEAVOUR INTERNATIONAL CORPORATION 29259G200 NEW		26.000	08/08/11	12/15/11	167.17	230.44	-63.27	
ENDEAVOUR INTERNATIONAL CORPORATION 29259G200 NEW		61.000	08/08/11	12/16/11	394.90	540.65	-145.75	
ENSTAR GROUP LIMITED CAPITALSOURCE INC	G3075P101 14055X102	30 000 1,350.000	11/11/11 Various	12/19/11 12/19/11	2,976.54 8,423.83	2,913.17 9,174.83	63.37 -751.00	
CARRIZO OIL & GAS INC CORE-MARK HOLDING CO INC	144577103 218681104	460 000 940.000	09/30/11 Various	12/19/11 12/19/11	11,460.08 36,469.69	10,028.60 32,208.17	1,431.48 4,261.52	

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions



HAROLD K L CASTLE FNDTN-ADVISORY SM
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STATEMENT D-1

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Short Term Covered								
FOOT LOCKER INC	344849104	1,270.000	Various	12/19/11	30,045.84	25,218.24	4,827.60	
INTERNATIONAL SPEEDWAY CORP	460335201	730.000	Various	12/19/11	17,630.69	20,656.78	-3,026.09	
CL A								
NAVIGATORS GROUP INC	638904102	240.000	Various	12/19/11	11,378.78	10,192.48	1,186.30	
SPIRIT AEROSYSTEMS HOLD-CL A	848574109	970.000	Various	12/19/11	18,757.49	18,601.97	155.52	
STAGE STORES INC	85254C305	265.000	Various	12/19/11	3,720.87	4,330.16	-609.29	
STANCorp FINANCIAL GROUP INC	852891100	260.000	12/14/11	12/19/11	8,995.22	9,011.00	-15.78	
Total Short Term Covered					288,029.24	270,490.35	17,538.89	

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions



HAROLD K L CASTLE FNDTN-ADVISORY SM
Account Number: A 17106-00-5

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Short Term Non Covered								
WINN DIXIE STORES INC	974280307	770.000	02/05/10	01/06/11	5,135.81	7,343.02	-2,207.21	
CARRIZO OIL & GAS INC	144577103	190.000	Various	01/10/11	6,345.24	4,640.99	1,704.25	
SCHNITZER STEEL INDUSTRIES INC	808882106	262.000	04/13/10	01/12/11	16,852.05	14,706.24	2,145.81	
SCHNITZER STEEL INDUSTRIES INC	808882106	92.000	04/13/10	01/12/11	5,941.22	5,164.03	777.19	
SCHNITZER STEEL INDUSTRIES INC	808882106	116.000	04/13/10	01/13/11	7,503.82	6,511.16	992.66	
SCHNITZER STEEL INDUSTRIES INC	808882106	32.000	04/13/10	01/18/11	2,000.14	1,796.18	203.96	
SCHNITZER STEEL INDUSTRIES INC	808882106	53.000	04/13/10	01/18/11	3,325.51	2,974.93	350.58	
SCHNITZER STEEL INDUSTRIES INC	808882106	175.000	Various	01/24/11	10,760.89	9,529.87	1,231.02	
CARRIZO OIL & GAS INC	144577103	280.000	03/22/10	01/26/11	9,237.13	6,620.32	2,616.81	
CARRIZO OIL & GAS INC	144577103	200.000	Various	02/16/11	7,187.30	4,677.65	2,509.65	
CARRIZO OIL & GAS INC	144577103	234.000	Various	02/24/11	8,740.97	5,414.70	3,326.27	
CARRIZO OIL & GAS INC	144577103	206.000	04/13/10	02/25/11	7,619.87	4,735.92	2,883.95	
TELLABS INC	879664100	1,310.000	04/13/10	02/28/11	7,030.76	10,552.31	-3,521.55	
TELLABS INC	879664100	1,490.000	Various	03/01/11	7,866.15	11,878.10	-4,011.95	
TELLABS INC	879664100	2,030.000	Various	03/07/11	10,622.78	15,168.56	-4,545.78	
LEUCADIA NATIONAL CORP	527288104	360.000	04/13/10	03/18/11	12,449.93	9,677.45	2,772.48	
LEUCADIA NATIONAL CORP	527288104	140.000	04/13/10	03/28/11	5,139.20	3,763.45	1,375.75	
UMB FINANCIAL CORP	902788108	310.000	04/13/10	03/30/11	11,534.22	12,878.76	-1,344.54	
LEUCADIA NATIONAL CORP	527288104	310.000	04/13/10	04/05/11	11,869.95	8,333.36	3,536.59	
UMB FINANCIAL CORP	902788108	150.000	04/13/10	04/06/11	5,744.88	6,231.66	-486.78	
AMERICAN RAILCAR INDUSTRIES INC	02916P103	400.000	07/15/10	06/30/11	9,331.86	5,299.92	4,031.94	
CHICOS FAS INC	168615102	150.000	11/08/10	06/30/11	2,279.97	1,630.66	649.31	
CORE-MARK HOLDING CO INC	218681104	460.000	11/18/10	06/30/11	16,219.33	16,317.63	-98.30	
DENBURY RES INC	247916208	40.000	07/30/10	06/30/11	792.79	634.76	158.03	

* O indicates Ordinary Income Gain/Loss

F indicates Foreign Exchange Gain/Loss on Capital transactions



HAROLD K L CASTLE FNDTN-ADVISORY SM
Account Number: A 17106-00-5

STATEMENT D-1

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Short Term Non Covered								
EV ENERGY PARTNER LP	26926V107	550.000	Various	06/30/11	29,391.49	29,905.32	-513.83	
GATX CORP	361448103	260.000	08/06/10	06/30/11	9,662.04	7,614.65	2,047.39	
KAISER ALUMINUM CORP (NEW)	483007704	790.000	Various	06/30/11	43,056.70	34,096.33	8,960.37	
MF GLOBAL HOLDINGS LTD	55277J108	360.000	11/19/10	06/30/11	2,782.93	2,912.22	-129.29	
S L GREEN REALTY CORP	78440X101	90.000	08/05/10	06/30/11	7,496.87	5,585.31	1,911.56	
SABRA HEALTH CARE REIT INC	78573L106	460.000	Various	06/30/11	7,658.90	11,967.32	-4,308.42	
COM								
SUN HEALTHCARE GROUP INC NEW	86677E100	370.000	11/19/10	06/30/11	2,945.18	4,049.64	-1,104.46	
TECH DATA CORP	878237106	670.000	Various	06/30/11	32,474.34	28,285.47	4,188.87	
TRINITY INDUSTRIES INC	896522109	940.000	11/11/10	06/30/11	32,617.47	23,215.74	9,401.73	
AMERICAN RAILCAR INDUSTRIES INC	02916P103	500.000	07/15/10	07/01/11	11,539.27	6,624.90	4,914.37	
SUN HEALTHCARE GROUP INC NEW	86677E100	1,290.000	11/19/10	08/01/11	4,002.66	14,119.03	-10,116.37	
SUN HEALTHCARE GROUP INC NEW	86677E100	607.000	11/19/10	08/01/11	1,902.18	6,643.61	-4,741.43	
SUN HEALTHCARE GROUP INC NEW	86677E100	184.000	11/19/10	08/01/11	572.22	2,013.88	-1,441.66	
SUN HEALTHCARE GROUP INC NEW	86677E100	553.000	11/19/10	08/01/11	1,681.08	6,052.58	-4,371.50	
SUN HEALTHCARE GROUP INC NEW	86677E100	177.000	11/19/10	08/02/11	624.14	1,937.26	-1,313.12	
EV ENERGY PARTNER LP	26926V107	150.000	Various	08/08/11	8,431.14	8,048.82	382.32	
MF GLOBAL HOLDINGS LTD	55277J108	420.000	11/19/10	10/25/11	779.08	3,397.59	-2,618.51	
EV ENERGY PARTNER LP	26926V107	220.000	03/30/11	12/19/11	14,238.12	11,565.12	2,673.00	
Total Short Term Non Covered					403,387.58	384,516.42	18,871.16	

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions



HAROLD K L CASTLE FNDTN-ADVISORY SM
Account Number: A 17106-00-5

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
TELLABS INC	879664100	1,370.000	02/05/10	03/07/11	7,169.07	8,571.68	-1,402.61	
TELLABS INC	879664100	3,380.000	02/05/10	03/21/11	16,632.99	21,147.65	-4,514.66	
ALBANY MOLECULAR RESEARCH INC	012423109	728.000	Various	04/18/11	3,108.49	6,215.94	-3,107.45	
ALBANY MOLECULAR RESEARCH INC	012423109	1,972.000	04/13/10	04/26/11	9,209.06	16,734.39	-7,525.33	
UMB FINANCIAL CORP	902788108	100.000	04/13/10	05/02/11	4,189.80	4,154.44	35.36	
UMB FINANCIAL CORP	902788108	43.000	04/13/10	05/18/11	1,804.99	1,786.41	18.58	
UMB FINANCIAL CORP	902788108	65.000	04/13/10	05/18/11	2,735.65	2,700.39	35.26	
UMB FINANCIAL CORP	902788108	14.000	04/13/10	05/31/11	597.17	581.62	15.55	
UMB FINANCIAL CORP	902788108	4.000	04/13/10	05/31/11	169.04	166.18	2.86	
UMB FINANCIAL CORP	902788108	32.000	04/13/10	05/31/11	1,353.41	1,329.42	23.99	
UMB FINANCIAL CORP	902788108	36.000	04/13/10	06/01/11	1,508.46	1,495.60	12.86	
UMB FINANCIAL CORP	902788108	31.000	04/13/10	06/01/11	1,310.96	1,287.87	23.09	
ALBANY MOLECULAR RESEARCH INC	012423109	83.000	04/13/10	06/07/11	434.08	704.34	-270.26	
ALBANY MOLECULAR RESEARCH INC	012423109	9.000	04/13/10	06/07/11	47.56	76.37	-28.81	
ALBANY MOLECULAR RESEARCH INC	012423109	117.000	04/13/10	06/07/11	608.38	992.86	-384.48	
UMB FINANCIAL CORP	902788108	13.000	04/13/10	06/08/11	538.23	540.08	-1.85	
UMB FINANCIAL CORP	902788108	6.000	Various	06/08/11	248.12	231.67	16.45	
UMB FINANCIAL CORP	902788108	86.000	02/05/10	06/13/11	3,491.13	3,194.49	296.64	
ALBANY MOLECULAR RESEARCH INC	012423109	421.000	04/13/10	06/21/11	2,049.81	3,572.61	-1,522.80	
UMB FINANCIAL CORP	902788108	34.000	02/05/10	06/27/11	1,396.02	1,262.94	133.08	
UMB FINANCIAL CORP	902788108	55.000	02/05/10	06/27/11	2,235.15	2,042.99	192.16	
UMB FINANCIAL CORP	902788108	44.000	02/05/10	06/28/11	1,799.78	1,634.39	165.39	
UMB FINANCIAL CORP	902788108	44.000	02/05/10	06/28/11	1,812.24	1,634.39	177.85	
UMB FINANCIAL CORP	902788108	73.000	02/05/10	06/29/11	3,027.98	2,711.60	316.38	

* O indicates Ordinary Income Gain/Loss

F indicates Foreign Exchange Gain/Loss on Capital transactions



HAROLD K L CASTLE FNDTN-ADVISORY SM
Account Number A 17106-00-5

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
ENSTAR GROUP LIMITED	G3075P101	540.000	Various	06/30/11	56,164.37	36,669.71	19,494.66	
ONEBEACON INSURANCE GROUP LTD	G67742109	2,520.000	Various	06/30/11	34,428.83	41,788.23	-7,359.40	
AMERICAN RAILCAR INDUSTRIES INC	02916P103	800.000	04/13/10	06/30/11	18,663.72	12,444.00	6,219.72	
ANALOGIC CORP	032657207	620.000	04/13/10	06/30/11	32,642.43	27,884.07	4,758.36	
AVNET INC	053807103	1,050.000	04/13/10	06/30/11	33,452.46	32,736.27	716.19	
CABOT OIL & GAS CORP	127097103	1,720.000	Various	06/30/11	112,847.20	67,352.50	45,494.70	
CL A								
CARRIZO OIL & GAS INC	144577103	1,360.000	Various	06/30/11	56,868.52	30,837.17	26,031.35	
CASEYS GENERAL STORES INC	147528103	370.000	04/13/10	06/30/11	16,250.12	14,527.01	1,723.11	
CHICOS FAS INC	168615102	2,240.000	Various	06/30/11	34,047.57	31,176.26	2,871.31	
DELTAIC TIMBER CORP	247850100	500.000	04/13/10	06/30/11	26,659.53	24,825.25	1,834.28	
DENBURY RES INC	247916208	1,580.000	04/13/10	06/30/11	31,315.15	27,954.47	3,360.68	
ENCORE WIRE CORP	292562105	1,000.000	04/13/10	06/30/11	24,107.53	20,904.40	3,203.13	
GATX CORP	361448103	1,030.000	04/13/10	06/30/11	38,276.53	31,057.80	7,218.73	
VERNMENT PROPERTIES INCOME TRUST	38376A103	1,120.000	Various	06/30/11	30,246.58	29,644.49	602.09	
HEALTHCARE SERVICES GROUP INC	421906108	1,960.000	04/13/10	06/30/11	31,869.18	30,448.73	1,420.45	
INVESTORS BANCORP INC	46146P102	2,120.000	04/13/10	06/30/11	30,021.38	28,294.16	1,727.22	
KAISER ALUMINUM CORP (NEW)	483007704	160.000	04/13/10	06/30/11	8,720.34	6,280.51	2,439.83	
LEUCADIA NATIONAL CORP	527288104	1,250.000	Various	06/30/11	42,606.56	31,427.33	11,179.23	
MF GLOBAL HOLDINGS LTD	55277J108	4,550.000	Various	06/30/11	35,173.09	39,574.95	-4,401.86	
MENS WEARHOUSE INC	587118100	1,810.000	Various	06/30/11	60,977.90	43,780.43	17,197.47	
MOLEX INC CL A	608554200	980.000	04/13/10	06/30/11	21,050.09	17,604.23	3,445.86	
NON-VOTING								
OLYMPIC STEEL INC	68162K106	200.000	04/13/10	06/30/11	5,479.91	6,987.00	-1,507.09	

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions



HAROLD K L CASTLE FNDTN-ADVISORY SM
Account Number: A 17106-00-5

STATEMENT D-1-1

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
ORIENTAL FINANCIAL GROUP INC	68618W100	640.000	04/20/10	06/30/11	8,166.30	9,934.98	-1,768.68	
RAYMOND JAMES FINANCIAL INC	754730109	970.000	04/13/10	06/30/11	31,088.00	28,554.57	2,533.43	
RESOLUTE ENERGY CORP	76116A108	2,010.000	04/13/10	06/30/11	31,987.32	26,700.44	5,286.88	
COM								
S L GREEN REALTY CORP	78440X101	560.000	Various	06/30/11	46,647.16	34,535.02	12,112.14	
SCHNITZER STEEL INDUSTRIES INC	806882106	250.000	02/05/10	06/30/11	14,244.75	10,370.18	3,874.57	
SYMETRA FINANCIAL CORPORATION	87151Q106	3,720.000	Various	06/30/11	49,817.65	50,169.15	-351.50	
TRINITY INDUSTRIES INC	896522109	960.000	04/13/10	06/30/11	33,311.45	21,769.92	11,541.53	
UMB FINANCIAL CORP	902788108	870.000	02/05/10	06/30/11	36,304.49	32,316.31	3,988.18	
VAIL RESORTS INC	91879Q109	860.000	04/13/10	06/30/11	39,785.15	37,756.41	2,028.74	
GOVERNMENT PROPERTIES INCOME TRUST	38376A103	260.000	04/13/10	07/19/11	6,815.71	6,860.66	-44.95	
GOVERNMENT PROPERTIES INCOME TRUST	38376A103	460.000	Various	08/05/11	10,019.66	12,121.00	-2,101.34	
ALBANY MOLECULAR RESEARCH INC	012423109	1,770.000	04/13/10	08/08/11	6,975.78	15,020.22	-8,044.44	
AMERICAN RAILCAR INDUSTRIES INC	02916P103	500.000	Various	08/08/11	7,984.04	6,118.09	1,865.95	
BOT OIL & GAS CORP	127097103	150.000	02/05/10	08/08/11	9,003.27	5,629.16	3,374.11	
CL A								
ENCORE WIRE CORP	292562105	300.000	04/13/10	08/08/11	6,241.52	6,271.32	-29.80	
GOVERNMENT PROPERTIES INCOME TRUST	38376A103	400.000	Various	08/08/11	8,381.63	9,758.21	-1,376.58	
CABOT OIL & GAS CORP	127097103	60.000	02/05/10	08/31/11	4,593.38	2,251.66	2,341.72	
CL A								
DELTIC TIMBER CORP	247850100	200.000	04/13/10	09/01/11	11,713.77	9,930.10	1,783.67	
INVESTORS BANCORP INC	46146P102	410.000	04/13/10	09/01/11	5,760.38	5,471.98	288.40	
TECH DATA CORP	878237106	110.000	07/30/10	09/01/11	5,262.63	4,349.98	912.65	

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions



HAROLD K L CASTLE FNDTN-ADVISORY SM
Account Number: A 17106-00-5

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
CABOT OIL & GAS CORP	127097103	95.000	02/05/10	09/09/11	6,735.37	3,565.13	3,170.24	
CL A								
CABOT OIL & GAS CORP	127097103	50.000	02/05/10	09/12/11	3,418.01	1,876.39	1,541.62	
CL A								
MARCUS CORP	566330106	1,110.000	04/13/10	10/12/11	12,633.88	14,760.67	-2,126.79	
UNITED FIRE & CASUALTY CO	910331107	270.000	04/13/10	10/18/11	5,037.83	4,863.59	174.24	
SABRA HEALTH CARE REIT INC	78573L106	660.000	Various	10/24/11	6,381.08	16,813.96	-10,432.88	
COM								
MF GLOBAL HOLDINGS LTD	55277J108	614.000	06/04/10	10/25/11	1,138.95	4,451.50	-3,312.55	
MF GLOBAL HOLDINGS LTD	55277J108	3,314.000	Various	10/25/11	6,306.41	23,722.18	-17,415.77	
MF GLOBAL HOLDINGS LTD	55277J108	314.000	06/02/10	10/26/11	389.92	2,243.12	-1,853.20	
MF GLOBAL HOLDINGS LTD	55277J108	2,930.000	Various	10/26/11	3,725.12	19,333.45	-15,608.33	
MF GLOBAL HOLDINGS LTD	55277J108	2,564.000	07/15/10	10/26/11	3,880.79	16,184.73	-12,303.94	
MF GLOBAL HOLDINGS LTD	55277J108	294.000	07/15/10	10/26/11	571.81	1,855.82	-1,284.01	
UNITED FIRE & CASUALTY CO	910331107	530.000	04/13/10	11/02/11	9,195.90	9,547.05	-351.15	
SABRA HEALTH CARE REIT INC	78573L106	168.000	08/26/10	11/04/11	1,864.19	4,211.41	-2,347.22	
COM								
SABRA HEALTH CARE REIT INC	78573L106	97.000	08/26/10	11/07/11	1,052.46	2,431.59	-1,379.13	
COM								
SABRA HEALTH CARE REIT INC	78573L106	133.000	Various	11/07/11	1,459.26	3,286.59	-1,827.33	
COM								
SABRA HEALTH CARE REIT INC	78573L106	137.000	08/16/10	11/07/11	1,483.85	3,281.04	-1,797.19	
COM								

* O indicates Ordinary Income Gain/Loss

F indicates Foreign Exchange Gain/Loss on Capital transactions



HAROLD K L CASTLE FNDTN-ADVISORY SM
Account Number. A 17106-00-5

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
SABRA HEALTH CARE REIT INC COM	78573L106	70.000	Various	11/08/11	779.39	1,659.51	-880.12	
SABRA HEALTH CARE REIT INC COM	78573L106	70.000	08/13/10	11/08/11	779.33	1,619.98	-840.65	
SABRA HEALTH CARE REIT INC COM	78573L106	216.000	08/13/10	11/04/11	2,383.51	4,998.83	-2,615.32	
SABRA HEALTH CARE REIT INC COM	78573L106	26.000	08/13/10	11/09/11	286.93	601.71	-314.78	
SABRA HEALTH CARE REIT INC COM	78573L106	57.000	08/13/10	11/09/11	625.27	1,319.14	-693.87	
SABRA HEALTH CARE REIT INC COM	78573L106	96.000	08/13/10	11/10/11	1,007.57	2,216.05	-1,208.48	
SABRA HEALTH CARE REIT INC COM	78573L106	46.000	08/13/10	11/11/11	496.08	1,061.85	-565.77	
SABRA HEALTH CARE REIT INC COM	78573L106	64.000	08/13/10	11/11/11	688.91	1,477.36	-788.45	
SABRA HEALTH CARE REIT INC COM	78573L106	82.000	08/13/10	11/15/11	867.13	1,892.87	-1,025.74	
SABRA HEALTH CARE REIT INC COM	78573L106	85.000	08/13/10	11/15/11	894.57	1,962.12	-1,067.55	
SABRA HEALTH CARE REIT INC COM	78573L106	714.000	08/13/10	11/18/11	7,288.01	16,481.84	-9,193.83	
ENSTAR GROUP LIMITED	G3075P101	170.000	06/09/10	12/19/11	16,867.07	11,054.21	5,812.86	
ONEBEACON INSURANCE GROUP LTD	G67742109	1,670.000	02/05/10	12/19/11	24,824.24	22,480.70	2,343.54	

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions



HAROLD K L CASTLE FNDTN-ADVISORY SM
Account Number. A 17106-00-5

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
AMERICAN RAILCAR INDUSTRIES INC	02916P103	1,270.000	02/05/10	12/19/11	29,584.84	11,463.53	18,121.31	
ANALOGIC CORP	032657207	490.000	Various	12/19/11	27,003.09	19,075.44	7,927.65	
AVNET INC	053807103	1,110.000	Various	12/19/11	32,018.77	31,536.70	482.07	
CABOT OIL & GAS CORP	127097103	420.000	02/05/10	12/19/11	30,582.80	15,761.63	14,821.17	
CL A								
CARRIZO OIL & GAS INC	144577103	460.000	Various	12/19/11	11,460.07	8,952.26	2,507.81	
CASEYS GENERAL STORES INC	147528103	490.000	02/05/10	12/19/11	23,809.23	14,337.79	9,471.44	
CHICOS FAS INC	168615102	1,700.000	Various	12/19/11	17,783.18	17,890.09	-106.91	
DELTIC TIMBER CORP	247850100	730.000	Various	12/19/11	44,742.67	32,010.12	12,732.55	
DENBURY RES INC	247916208	1,260.000	Various	12/19/11	18,320.17	17,507.78	812.39	
ENCORE WIRE CORP	292562105	1,330.000	Various	12/19/11	34,246.84	26,263.78	7,983.06	
GATX CORP	361448103	960.000	Various	12/19/11	40,017.12	26,883.54	13,133.58	
HEALTHCARE SERVICES GROUP INC	421906108	1,680.000	Various	12/19/11	28,922.32	24,459.36	4,462.96	
INVESTORS BANCORP INC	46146P102	1,580.000	Various	12/19/11	20,486.20	20,066.99	419.21	
SER ALUMINUM CORP (NEW)	483007704	710.000	Various	12/19/11	30,767.82	27,751.69	3,016.13	
LEUCADIA NATIONAL CORP	527288104	600.000	02/05/10	12/19/11	13,013.26	12,866.70	146.56	
MARCUS CORP	566330106	3,030.000	Various	12/19/11	37,391.90	33,862.55	3,529.35	
MENS WEARHOUSE INC	587118100	860.000	02/05/10	12/19/11	27,170.65	17,211.69	9,958.96	
MOLEX INC CL A	608554200	1,290.000	Various	12/19/11	23,956.77	22,539.11	1,417.66	
NON-VOTING								
OLYMPIC STEEL INC	68162K106	600.000	Various	12/19/11	14,374.46	19,585.89	-5,211.43	
ORIENTAL FINANCIAL GROUP INC	68618W100	2,340.000	Various	12/19/11	26,840.92	34,934.59	-8,093.67	
RAYMOND JAMES FINANCIAL INC	754730109	880.000	Various	12/19/11	25,661.97	23,571.28	2,090.69	

* O indicates Ordinary Income Gain/Loss

F indicates Foreign Exchange Gain/Loss on Capital transactions



HAROLD K L CASTLE FNDTN-ADVISORY SM
Account Number A 17106-00-5

STATEMENT D-1

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
RESOLUTE ENERGY CORP	76116A108	1,510.000	Various	12/19/11	16,338.03	18,263.53	-1,925.50	
COM								
S L GREEN REALTY CORP	78440X101	340.000	02/05/10	12/19/11	22,088.38	15,038.20	7,050.18	
SCHNITZER STEEL INDUSTRIES INC	806882106	350.000	02/05/10	12/19/11	14,997.21	14,518.25	478.96	
STAGE STORES INC	85254C305	965.000	12/06/10	12/19/11	13,549.59	15,506.78	-1,957.19	
SYMETRA FINANCIAL CORPORATION	87151Q106	2,170.000	Various	12/19/11	19,031.18	25,623.54	-6,592.36	
TECH DATA CORP	878237106	680.000	Various	12/19/11	33,462.22	26,236.68	7,225.54	
TRINITY INDUSTRIES INC	896522109	930.000	Various	12/19/11	26,435.67	14,407.13	12,028.54	
UNITED FIRE & CASUALTY CO	910331107	1,050.000	Various	12/19/11	21,141.87	17,638.38	3,503.49	
VAIL RESORTS INC	91879Q109	750.000	Various	12/19/11	32,044.41	26,218.88	5,825.53	
Total Long Term Non Covered					2,103,757.05	1,888,096.92	215,660.13	

indicates Ordinary Income Gain/Loss

F indicates Foreign Exchange Gain/Loss on Capital transactions



HAROLD K L CASTLE FNDTN-CAP GUARDIAN

Account Number A 17109-00-9

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Short Term Covered								
COLGATE PALMOLIVE CO	194162103	100.000	03/10/11	06/27/11	8,564.10	7,893.78	670.32	
DREAMWORKS ANIMATION SKG-A	26153C103	75.000	02/01/11	06/27/11	1,511.59	2,147.63	-636.04	
DREAMWORKS ANIMATION SKG-A	26153C103	90.000	02/01/11	06/28/11	1,796.95	2,577.15	-780.20	
COLGATE PALMOLIVE CO	194162103	25.000	03/10/11	06/29/11	2,162.15	1,973.45	188.70	
BAYER A G	072730302	100.000	04/01/11	07/21/11	7,990.89	7,895.70	95.19	
SPONS ADR								
KRAFT FOODS INC CLASS A	50075N104	600.000	07/21/11	08/22/11	20,158.11	21,274.08	-1,115.97	
SCHWAB CHARLES CORP	808513105	500.000	07/15/11	09/06/11	5,633.74	7,563.10	-1,929.36	
BB & T CORP	054937107	400.000	Various	10/04/11	8,046.20	11,061.33	-3,015.13	
BB & T CORP	054937107	500.000	Various	10/04/11	10,056.40	13,743.60	-3,687.20	
STRAYER EDUCATION INC	863236105	45.000	02/23/11	10/11/11	3,860.23	6,102.63	-2,242.40	
HUMAN GENOME SCIENCES INC	444903108	100.000	Various	11/03/11	973.98	2,894.38	-1,920.40	
HUMAN GENOME SCIENCES INC	444903108	1,000.000	Various	11/04/11	9,816.61	19,812.50	-9,995.89	
ENCANA CORP	292505104	1,200.000	Various	11/07/11	25,518.70	39,233.30	-13,714.60	
ST SOLAR INC	336433107	160.000	08/09/11	11/07/11	7,605.90	15,989.26	-8,383.36	
CAMECO CORP	13321L108	100.000	Various	11/08/11	2,054.78	2,221.90	-167.12	
ENCANA CORP	292505104	700.000	Various	11/08/11	14,813.89	20,292.15	-5,478.26	
STRAYER EDUCATION INC	863236105	45.000	09/06/11	11/08/11	4,099.13	3,941.75	157.38	
CAMECO CORP	13321L108	165.000	Various	11/09/11	3,256.22	3,609.06	-352.84	
DREAMWORKS ANIMATION SKG-A	26153C103	100.000	08/12/11	11/09/11	1,849.02	2,031.93	-182.91	
ENCANA CORP	292505104	125.000	09/02/11	11/09/11	2,562.22	3,111.25	-549.03	
DREAMWORKS ANIMATION SKG-A	26153C103	100.000	08/10/11	11/11/11	1,875.91	1,889.94	-14.03	
DREAMWORKS ANIMATION SKG-A	26153C103	100.000	08/10/11	11/15/11	1,818.75	1,840.30	-21.55	
AVON PRODUCTS INC	054303102	100.000	04/15/11	11/17/11	1,741.59	2,838.76	-1,097.17	

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HAROLD K L CASTLE FNDTN-CAP GUARDIAN

Account Number. A 17109-00-9

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Short Term Covered								
AVON PRODUCTS INC	054303102	400.000	Various	11/17/11	6,875.62	11,279.98	-4,404.36	
AVON PRODUCTS INC	054303102	400.000	Various	11/18/11	6,802.54	11,109.23	-4,306.69	
AVON PRODUCTS INC	054303102	225.000	Various	11/21/11	3,764.42	6,205.19	-2,440.77	
NIELSEN HOLDINGS NV	N63218106	300.000	08/05/11	12/19/11	8,391.83	8,302.14	89.69	
ALLEGHENY TECHNOLOGIES INC	01741R102	300.000	Various	12/19/11	13,060.94	13,245.09	-184.15	
BB & T CORP	054937107	450.000	Various	12/19/11	10,624.89	12,310.65	-1,685.76	
BRISTOL MYERS SQUIBB CO	110122108	350.000	08/29/11	12/19/11	12,029.27	10,267.24	1,762.03	
BROADCOM CORP	111320107	225.000	Various	12/19/11	6,354.02	7,720.49	-1,366.47	
CL A								
CARNIVAL CORPORATION	143658300	210.000	09/27/11	12/19/11	6,866.87	6,889.73	-22.86	
CENOVUS ENERGY INC	15135U109	300.000	Various	12/19/11	9,153.63	11,742.43	-2,588.80	
CHEVRON CORP	166764100	100.000	03/31/11	12/19/11	10,000.81	10,771.99	-771.18	
COMCAST CORP	20030N101	700.000	02/01/11	12/19/11	16,071.76	16,371.81	-300.05	
CL A								
CL-LQUIP INC	262037104	100.000	09/01/11	12/19/11	6,346.88	6,470.99	-124.11	
GENERAL ELECTRIC CO	369604103	700.000	06/10/11	12/19/11	11,789.52	12,892.46	-1,102.94	
HENRY JACK & ASSOCIATES INC	426281101	400.000	Various	12/19/11	13,269.75	13,508.00	-238.25	
HOME DEPOT INC	437076102	200.000	09/14/11	12/19/11	8,080.02	6,701.38	1,378.64	
IRON MOUNTAIN INC PA	462846106	350.000	04/14/11	12/19/11	10,553.63	11,912.74	-1,359.11	
KLA-TENCOR CORP	482480100	100.000	08/23/11	12/19/11	4,587.06	3,531.96	1,055.10	
MARSH & MCLENNAN COMPANIES INC	571748102	300.000	Various	12/19/11	9,082.03	8,886.07	195.96	
PFIZER INC	717081103	300.000	05/06/11	12/19/11	6,387.12	6,160.98	226.14	
PHARMASSET INC	71715N106	150.000	10/03/11	12/19/11	18,688.14	11,801.66	6,886.48	
COM								

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HAROLD K L CASTLE FNDTN-CAP GUARDIAN
Account Number: A 17109-00-9

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Short Term Covered								
REPUBLIC SERVICES INC	760759100	275.000	03/09/11	12/19/11	7,330.12	8,240.71	-910.59	
SCHWAB CHARLES CORP	808513105	1,400.000	Various	12/19/11	15,119.71	17,739.40	-2,619.69	
SEATTLE GENETICS INC	812578102	500.000	Various	12/19/11	8,186.84	10,318.27	-2,131.43	
STANLEY BLACK & DECKER, INC.	854502101	175.000	Various	12/19/11	11,050.76	9,560.64	1,490.12	
UNITED TECHNOLOGIES CORP	913017109	225.000	Various	12/19/11	16,219.69	18,793.65	-2,573.96	
AVON PRODUCTS INC	054303102	500.000	Various	12/20/11	8,411.98	11,798.30	-3,386.32	
Total Short Term Covered					412,866.91	486,472.11	-73,605.20	

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions



HAROLD K L CASTLE FNDTN-CAP GUARDIAN
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Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Short Term Non Covered								
MERCK AND CO INC	58933Y105	375.000	09/10/10	01/25/11	12,540.55	13,709.74	-1,169.19	
CELGENE CORPORATION	151020104	75.000	12/08/10	02/07/11	3,831.47	4,259.01	-427.54	
CISCO SYSTEMS INC	17275R102	300.000	12/21/10	04/05/11	5,190.17	5,864.37	-674.20	
CAMECO CORP	13321L108	500.000	Various	04/12/11	14,036.53	12,741.76	1,294.77	
DREAMWORKS ANIMATION SKG-A	26153C103	150.000	07/19/10	06/14/11	3,213.64	4,508.57	-1,294.93	
DREAMWORKS ANIMATION SKG-A	26153C103	100.000	07/19/10	06/15/11	2,139.77	3,005.71	-865.94	
DREAMWORKS ANIMATION SKG-A	26153C103	200.000	Various	06/15/11	4,278.91	6,008.92	-1,730.01	
DREAMWORKS ANIMATION SKG-A	26153C103	100.000	Various	06/17/11	2,157.90	2,999.61	-841.71	
DREAMWORKS ANIMATION SKG-A	26153C103	100.000	07/21/10	06/21/11	2,149.08	2,998.52	-849.44	
DREAMWORKS ANIMATION SKG-A	26153C103	100.000	07/21/10	06/22/11	2,149.44	2,998.53	-849.09	
DREAMWORKS ANIMATION SKG-A	26153C103	100.000	Various	06/22/11	2,147.45	2,980.45	-833.00	
DREAMWORKS ANIMATION SKG-A	26153C103	100.000	07/20/10	06/22/11	2,146.45	2,974.43	-827.98	
DREAMWORKS ANIMATION SKG-A	26153C103	25.000	07/20/10	06/27/11	503.87	743.61	-239.74	
ILLINOIS TOOL WORKS INC	452308109	100.000	11/05/10	08/02/11	4,905.65	4,819.69	85.96	
ILLINOIS TOOL WORKS INC	452308109	300.000	Various	08/03/11	14,634.52	14,378.31	256.21	
ISRAEL CHEMICALS LTD	465036200	900.000	Various	08/11/11	11,678.89	13,554.98	-1,876.09	
ADR								
ISRAEL CHEMICALS LTD	465036200	600.000	Various	08/15/11	8,553.43	8,703.80	-150.37	
ADR								
ALLSTATE CORP	020002101	500.000	Various	09/06/11	12,224.31	15,544.56	-3,320.25	
SCHWAB CHARLES CORP	808513105	300.000	12/09/10	09/06/11	3,380.24	5,031.12	-1,650.88	
3M CO	88579Y101	175.000	11/03/10	10/27/11	14,340.90	14,874.83	-533.93	
NEW YORK TIMES CO A	650111107	100.000	Various	11/07/11	732.85	987.05	-254.20	
NEW YORK TIMES CO A	650111107	300.000	12/17/10	11/08/11	2,211.40	2,948.91	-737.51	

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HAROLD K L CASTLE FNDTN-CAP GUARDIAN
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Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Short Term Non Covered								
NEW YORK TIMES CO A	650111107	100.000	12/17/10	11/10/11	698.02	982.97	-284.95	
NEW YORK TIMES CO A	650111107	175.000	12/17/10	11/11/11	1,253.11	1,720.20	-467.09	
COMCAST CORP	20030N101	200.000	12/21/10	12/19/11	4,591.93	4,454.74	137.19	
CL A								
Total Short Term Non Covered					135,690.48	153,794.39	-18,103.91	

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions



HAROLD K L CASTLE FNDTN-CAP GUARDIAN
Account Number A 17109-00-9

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
IRON MOUNTAIN INC PA	462846106	100.000	11/03/09	01/12/11	2,489.56	2,466.78	22.78	
GENERAL MILLS INC	370334104	100.000	11/19/09	01/13/11	3,641.37	3,351.57	289.80	
IRON MOUNTAIN INC PA	462846106	100.000	11/03/09	01/13/11	2,487.45	2,466.78	20.67	
IRON MOUNTAIN INC PA	462846106	100.000	11/03/09	01/14/11	2,477.37	2,466.78	10.59	
IRON MOUNTAIN INC PA	462846106	200.000	11/03/09	01/18/11	4,985.96	4,933.56	52.40	
GENERAL MILLS INC	370334104	500.000	11/19/09	01/12/11	18,282.84	16,755.72	1,527.12	
IRON MOUNTAIN INC PA	462846106	100.000	11/03/09	01/21/11	2,456.90	2,466.78	-9.88	
IRON MOUNTAIN INC PA	462846106	100.000	11/03/09	01/24/11	2,473.74	2,466.78	6.96	
IRON MOUNTAIN INC PA	462846106	100.000	11/03/09	01/25/11	2,483.75	2,466.78	16.97	
MERCK AND CO INC	58933Y105	1,225.000	11/03/09	01/25/11	40,965.78	37,451.31	3,514.47	
POTASH CORP SASKATCHEWAN INC	73755L107	75.000	11/03/09	01/25/11	12,186.57	6,923.85	5,262.72	
VISA INC CLASS A SHARES	92826C839	300.000	11/03/09	01/25/11	21,411.72	23,021.13	-1,609.41	
UNION PACIFIC CORP	907818108	100.000	11/03/09	01/26/11	9,417.87	5,880.84	3,537.03	
UNION PACIFIC CORP	907818108	85.000	11/03/09	01/27/11	8,060.73	4,998.71	3,062.02	
CELGENE CORPORATION	151020104	25.000	11/03/09	02/07/11	1,277.16	1,261.43	15.73	
CELGENE CORPORATION	151020104	100.000	11/03/09	02/08/11	5,113.96	5,045.70	68.26	
CELGENE CORPORATION	151020104	100.000	11/03/09	02/09/11	5,063.80	5,045.70	18.10	
PAYCHEX INC	704326107	100.000	11/03/09	02/09/11	3,311.41	2,854.82	456.59	
CELGENE CORPORATION	151020104	200.000	11/03/09	02/10/11	10,278.60	10,091.40	187.20	
PAYCHEX INC	704326107	400.000	11/03/09	02/10/11	13,279.06	11,419.28	1,859.78	
CELGENE CORPORATION	151020104	200.000	11/03/09	02/11/11	10,371.22	10,091.40	279.82	
PAYCHEX INC	704326107	200.000	11/03/09	02/11/11	6,662.25	5,709.64	952.61	
BRISTOL MYERS SQUIBB CO	110122108	200.000	02/08/10	02/14/11	5,100.94	4,818.32	282.62	
BRISTOL MYERS SQUIBB CO	110122108	600.000	02/08/10	02/15/11	15,304.56	14,453.52	851.04	

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Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
AMERICAN WATER WORKS CO INC	030420103	100.000	11/03/09	03/04/11	2,766.60	1,930.24	836.36	
AMERICAN WATER WORKS CO INC	030420103	200.000	11/03/09	03/07/11	5,544.07	3,860.48	1,683.59	
AMERICAN WATER WORKS CO INC	030420103	300.000	11/03/09	03/08/11	8,356.97	5,790.72	2,566.25	
AMERICAN WATER WORKS CO INC	030420103	300.000	11/03/09	03/09/11	8,357.27	5,790.72	2,566.55	
AMERICAN WATER WORKS CO INC	030420103	100.000	11/03/09	03/10/11	2,749.99	1,930.24	819.75	
AMERICAN WATER WORKS CO INC	030420103	300.000	11/03/09	03/11/11	8,222.24	5,790.72	2,431.52	
AMERICAN WATER WORKS CO INC	030420103	100.000	11/03/09	03/14/11	2,745.48	1,930.24	815.24	
AMERICAN WATER WORKS CO INC	030420103	100.000	11/03/09	03/15/11	2,696.74	1,930.24	766.50	
AMERICAN WATER WORKS CO INC	030420103	400.000	11/03/09	03/16/11	10,906.43	7,720.96	3,185.47	
MEDTRONIC INC	585055106	200.000	11/03/09	03/16/11	7,340.99	7,190.66	150.33	
AMERICAN WATER WORKS CO INC	030420103	100.000	11/03/09	03/17/11	2,693.88	1,930.24	763.64	
MEDTRONIC INC	585055106	400.000	11/03/09	03/17/11	14,825.35	14,381.32	444.03	
AMERICAN WATER WORKS CO INC	030420103	100.000	11/03/09	03/18/11	2,708.53	1,930.24	778.29	
AMERICAN WATER WORKS CO INC	030420103	100.000	11/03/09	03/21/11	2,753.91	1,930.24	823.67	
AMERICAN WATER WORKS CO INC	030420103	300.000	11/03/09	03/22/11	8,282.09	5,790.72	2,491.37	
AMERICAN WATER WORKS CO INC	030420103	100.000	11/03/09	03/23/11	2,744.56	1,930.24	814.32	
AMERICAN WATER WORKS CO INC	030420103	300.000	11/03/09	03/24/11	8,304.59	5,790.72	2,513.87	
AMERICAN WATER WORKS CO INC	030420103	100.000	11/03/09	03/25/11	2,787.45	1,930.24	857.21	
AMERICAN WATER WORKS CO INC	030420103	100.000	11/03/09	03/29/11	2,756.08	1,930.24	825.84	
AMERICAN WATER WORKS CO INC	030420103	275.000	11/03/09	03/30/11	7,665.88	5,308.16	2,357.72	
PEPSICO INC	713448108	300.000	12/22/06	03/30/11	19,501.27	19,076.96	424.31	
AMERICAN WATER WORKS CO INC	030420103	100.000	11/03/09	03/21/11	2,741.44	1,930.24	811.20	
NUCOR CORP	670346105	275.000	11/03/09	03/31/11	12,693.99	10,735.04	1,958.95	
CISCO SYSTEMS INC	17275R102	1,400.000	06/16/09	04/05/11	24,220.79	26,978.00	-2,757.21	

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Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
PEPSICO INC	713448108	100.000	12/22/06	04/06/11	6,574.25	6,358.99	215.26	
PEPSICO INC	713448108	100.000	12/22/06	04/07/11	6,576.38	6,358.99	217.39	
CISCO SYSTEMS INC	17275R102	800.000	06/16/09	04/08/11	14,175.08	15,416.00	-1,240.92	
GENERAL MILLS INC	370334104	100.000	11/19/09	04/11/11	3,652.76	3,350.51	302.25	
MARATHON OIL CORP	565849106	200.000	11/03/09	04/11/11	10,326.48	6,473.12	3,853.36	
CAMECO CORP	13321L108	1,500.000	11/03/09	04/12/11	42,109.59	41,737.80	371.79	
GENERAL MILLS INC	370334104	200.000	11/19/09	04/12/11	7,310.05	6,701.01	609.04	
MARATHON OIL CORP	565849106	200.000	11/03/09	04/12/11	10,037.67	6,473.12	3,564.55	
MARATHON OIL CORP	565849106	400.000	11/03/09	04/12/11	20,043.05	12,946.24	7,096.81	
TITANIUM METALS CORPORATION	888339207	200.000	11/03/09	04/12/11	3,624.41	1,782.60	1,841.81	
TITANIUM METALS CORPORATION	888339207	400.000	11/03/09	04/13/11	7,191.18	3,565.20	3,625.98	
TITANIUM METALS CORPORATION	888339207	200.000	11/03/09	04/14/11	3,573.99	1,782.60	1,791.39	
CANADIAN NATURAL RESOURCES LTD	136385101	100.000	11/03/09	04/25/11	4,589.73	3,205.38	1,384.35	
CANADIAN NATURAL RESOURCES LTD	136385101	100.000	11/03/09	04/26/11	4,602.93	3,205.37	1,397.56	
CANADIAN NATURAL RESOURCES LTD	136385101	100.000	11/03/09	04/27/11	4,552.57	3,205.38	1,347.19	
CANADIAN NATURAL RESOURCES LTD	136385101	100.000	11/03/09	04/28/11	4,552.15	3,205.37	1,346.78	
CANADIAN NATURAL RESOURCES LTD	136385101	100.000	11/03/09	04/28/11	4,548.41	3,205.37	1,343.04	
CANADIAN NATURAL RESOURCES LTD	136385101	100.000	11/03/09	04/29/11	4,656.49	3,205.38	1,451.11	
ALBERTO CULVER COMPANY	013078100	400.000	11/03/09	05/10/11	15,000.00	10,787.52	4,212.48	
CERNER CORP	156782104	100.000	11/03/09	05/05/11	11,779.64	7,635.02	4,144.62	
CERNER CORP	156782104	5.000	11/03/09	05/06/11	598.85	381.75	217.10	
PROGRESSIVE CORP OHIO	743315103	200.000	11/03/09	05/31/11	4,327.47	3,219.56	1,107.91	
PROGRESSIVE CORP OHIO	743315103	300.000	11/03/09	05/31/11	6,478.67	4,829.34	1,649.33	
PROGRESSIVE CORP OHIO	743315103	300.000	11/03/09	06/01/11	6,434.42	4,829.34	1,605.08	

* O indicates Ordinary Income Gain/Loss

F indicates Foreign Exchange Gain/Loss on Capital transactions

J.P.Morgan



HAROLD K L CASTLE FNDTN-CAP GUARDIAN
Account Number: A 17109-00-9

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
DREAMWORKS ANIMATION SKG-A	26153C103	100.000	01/29/10	06/09/11	2,196.45	3,954.99	-1,758.54	
QUALCOMM INC	747525103	100.000	11/18/09	06/09/11	5,597.81	4,542.50	1,055.31	
DREAMWORKS ANIMATION SKG-A	26153C103	100.000	01/29/10	06/10/11	2,121.49	3,954.99	-1,833.50	
DREAMWORKS ANIMATION SKG-A	26153C103	500.000	Various	06/10/11	10,649.04	19,573.69	-8,924.65	
QUALCOMM INC	747525103	400.000	Various	06/10/11	21,884.65	18,107.80	3,776.85	
DREAMWORKS ANIMATION SKG-A	26153C103	200.000	02/04/10	06/13/11	4,251.95	7,762.40	-3,510.45	
DREAMWORKS ANIMATION SKG-A	26153C103	100.000	Various	06/13/11	2,123.21	3,873.22	-1,750.01	
DREAMWORKS ANIMATION SKG-A	26153C103	50.000	02/05/10	06/14/11	1,071.21	1,932.83	-861.62	
COLGATE PALMOLIVE CO	194162103	50.000	03/13/06	06/29/11	4,324.31	2,901.98	1,422.33	
CISCO SYSTEMS INC	17275R102	1,500.000	06/16/09	07/08/11	23,433.60	28,905.00	-5,471.40	
CANADIAN NATURAL RESOURCES LTD	136385101	300.000	11/03/09	07/11/11	12,159.45	9,616.13	2,543.32	
CANADIAN NATURAL RESOURCES LTD	136385101	100.000	11/03/09	07/12/11	4,090.60	3,205.37	885.23	
HEWLETT-PACKARD CO	428236103	300.000	12/22/06	07/15/11	10,532.70	12,240.00	-1,707.30	
HEWLETT-PACKARD CO	428236103	80.000	12/22/06	07/15/11	2,800.69	3,264.00	-463.31	
DEX CORP	31428X106	200.000	11/03/09	07/18/11	18,092.47	14,877.68	3,214.79	
MC DONALDS CORP	580135101	225.000	06/08/10	07/18/11	19,224.17	15,335.96	3,888.21	
FEDEX CORP	31428X106	35.000	11/03/09	07/19/11	3,203.99	2,603.59	600.40	
GENERAL MILLS INC	370334104	500.000	Various	07/21/11	18,917.14	16,541.13	2,376.01	
PROCTER & GAMBLE CO	742718109	100.000	11/03/09	07/25/11	6,356.50	5,839.92	516.58	
CERNER CORP	156782104	100.000	11/03/09	07/27/11	6,255.23	3,817.51	2,437.72	
CERNER CORP	156782104	100.000	11/03/09	07/27/11	6,201.68	3,817.51	2,384.17	
PROCTER & GAMBLE CO	742718109	100.000	11/03/09	08/02/11	6,112.99	5,839.92	273.07	
ILLINOIS TOOL WORKS INC	452308109	300.000	11/03/09	08/03/11	14,634.53	14,053.59	580.94	
JACOBS ENGINEERING GROUP INC	469814107	325.000	11/03/09	08/03/11	12,250.93	14,016.54	-1,765.61	

* O indicates Ordinary Income Gain/Loss

F indicates Foreign Exchange Gain/Loss on Capital transactions



HAROLD K L CASTLE FNDTN-CAP GUARDIAN
Account Number: A 17109-00-9

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
PROCTER & GAMBLE CO	742718109	75.000	11/03/09	08/03/11	4,550.73	4,379.94	170.79	
CERNER CORP	156782104	400.000	11/03/09	08/09/11	22,448.52	15,270.04	7,178.48	
UNION PACIFIC CORP	907818108	395.000	11/03/09	08/09/11	35,423.03	23,229.32	12,193.71	
ILLINOIS TOOL WORKS INC	452308109	600.000	11/03/09	08/10/11	25,831.24	28,107.18	-2,275.94	
ILLINOIS TOOL WORKS INC	452308109	50.000	11/03/09	08/11/11	2,189.41	2,342.27	-152.86	
KRAFT FOODS INC CLASS A	50075N104	1,000.000	11/03/09	08/23/11	33,673.35	27,573.10	6,100.25	
SCHWAB CHARLES CORP	808513105	700.000	11/03/09	09/01/11	8,504.20	11,988.55	-3,484.35	
SCHWAB CHARLES CORP	808513105	1,000.000	11/03/09	09/02/11	11,595.17	17,126.50	-5,531.33	
ALLSTATE CORP	020002101	700.000	11/03/09	09/06/11	17,114.04	20,778.10	-3,664.06	
SCHWAB CHARLES CORP	808513105	2,200.000	11/03/09	09/06/11	24,698.04	37,678.30	-12,980.26	
SCHWAB CHARLES CORP	808513105	200.000	11/03/09	09/06/11	2,246.13	3,425.30	-1,179.17	
SCHWAB CHARLES CORP	808513105	100.000	11/03/09	09/06/11	1,126.75	1,712.65	-585.90	
LOWES COMPANIES INC	548661107	600.000	11/03/09	09/13/11	11,476.45	11,618.82	-142.37	
LOWES COMPANIES INC	548661107	3,900.000	11/03/09	09/14/11	75,971.70	75,522.33	449.37	
LOWES COMPANIES INC	548661107	400.000	11/03/09	09/14/11	7,709.85	7,745.88	-36.03	
BANK OF NEW YORK MELLON CORP	064058100	500.000	11/03/09	10/04/11	8,893.17	13,102.50	-4,209.33	
FEDEX CORP	31428X106	100.000	11/03/09	10/06/11	7,216.54	7,438.84	-222.30	
FEDEX CORP	31428X106	100.000	11/03/09	10/07/11	7,151.06	7,438.84	-287.78	
NINTENDO LTD	654445303	200.000	Various	10/11/11	3,825.00	6,986.16	-3,161.16	
ADR								
MERCK AND CO INC	58933Y105	625.000	Various	10/07/11	19,850.79	19,104.26	746.53	
NINTENDO LTD	654445303	125.000	11/03/09	10/12/11	2,363.41	3,968.75	-1,605.34	
ADR								
BEST BUY INC	086516101	275.000	08/27/10	11/03/11	7,396.71	8,728.25	-1,331.54	

* O indicates Ordinary Income Gain/Loss

F indicates Foreign Exchange Gain/Loss on Capital transactions



HAROLD K L CASTLE FNDTN-CAP GUARDIAN

Account Number: A 17109-00-9

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
FIRST SOLAR INC	336433107	100.000	11/03/09	11/04/11	4,965.74	12,305.75	-7,340.01	
VULCAN MATERIALS CO	929160109	100.000	11/03/09	11/04/11	3,068.73	4,549.36	-1,480.63	
FIRST SOLAR INC	336433107	50.000	11/03/09	11/07/11	2,376.84	6,152.88	-3,776.04	
NINTENDO LTD	654445303	375.000	11/03/09	11/07/11	7,175.56	11,906.25	-4,730.69	
ADR								
VULCAN MATERIALS CO	929160109	100.000	11/03/09	11/07/11	3,084.72	4,549.36	-1,464.64	
VULCAN MATERIALS CO	929160109	300.000	11/03/09	11/07/11	9,027.66	13,648.08	-4,620.42	
VULCAN MATERIALS CO	929160109	175.000	Various	11/08/11	5,410.06	7,480.42	-2,070.36	
JACOBS ENGINEERING GROUP INC	469814107	100.000	11/03/09	11/09/11	3,805.84	4,312.78	-506.94	
JACOBS ENGINEERING GROUP INC	469814107	75.000	11/03/09	11/09/11	2,839.59	3,234.58	-394.99	
ENERGIZER HOLDINGS INC	29266R108	200.000	11/03/09	11/10/11	13,872.31	10,796.78	3,075.53	
TARGET CORP	87612E106	100.000	11/03/09	11/17/11	5,291.77	4,910.42	381.35	
JUNIPER NETWORKS INC	48203R104	400.000	11/03/09	12/14/11	7,525.85	10,166.00	-2,640.15	
WEATHERFORD INTL LTD	H27013103	1,350.000	05/07/10	12/19/11	17,960.46	20,572.11	-2,611.65	
PRODUCTS & CHEMICALS INC	009158106	250.000	11/03/09	12/19/11	20,453.59	19,666.87	786.72	
ALLERGAN INC	018490102	300.000	11/03/09	12/19/11	25,517.72	16,871.25	8,646.47	
AMERICAN TOWER CORP	029912201	225.000	11/03/09	12/19/11	12,966.50	8,639.84	4,326.66	
CL A								
APPLE INC.	037833100	20.000	12/11/07	12/19/11	7,657.85	3,910.98	3,746.87	
BARRICK GOLD CORP	067901108	500.000	11/03/09	12/19/11	22,329.57	19,356.05	2,973.52	
CERNER CORP	156782104	450.000	11/03/09	12/19/11	25,703.51	17,178.80	8,524.71	
COACH INC	189754104	125.000	Various	12/19/11	7,179.61	5,214.97	1,964.64	
COMCAST CORP	20030N101	200.000	Various	12/19/11	4,591.93	4,084.69	507.24	
CL A								

* O indicates Ordinary Income Gain/Loss

F indicates Foreign Exchange Gain/Loss on Capital transactions



HAROLD K L CASTLE FNDTN-CAP GUARDIAN
Account Number: A 17109-00-9

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
DAVITA INC	23918K108	450.000	11/03/09	12/19/11	33,132.10	24,242.63	8,889.47	
WALT DISNEY CO	254687106	800.000	11/03/09	12/19/11	27,887.46	21,941.44	5,946.02	
EDISON INTERNATIONAL	281020107	200.000	09/29/09	12/19/11	7,807.87	6,796.40	1,011.47	
EMERSON ELECTRIC CO	291011104	400.000	11/03/09	12/19/11	19,260.47	15,510.64	3,749.83	
EXXON MOBIL CORP	30231G102	200.000	07/05/06	12/19/11	15,950.69	12,517.94	3,432.75	
GENERAL MILLS INC	370334104	100.000	11/03/09	12/19/11	3,971.67	3,249.06	722.61	
GOOGLE INC	38259P508	35.000	11/03/09	12/19/11	21,802.13	18,673.11	3,129.02	
CL A								
ILLINOIS TOOL WORKS INC	452308109	100.000	11/03/09	12/19/11	4,589.92	4,684.53	-94.61	
INTERNATIONAL BUSINESS MACHINES CORP	459200101	125.000	Various	12/19/11	22,927.06	11,497.99	11,429.07	
IRON MOUNTAIN INC PA	462846106	50.000	11/03/09	12/19/11	1,507.66	1,233.39	274.27	
KLA-TENCOR CORP	482480100	100.000	10/01/10	12/19/11	4,587.06	3,511.32	1,075.74	
MAXIM INTEGRATED PRODUCTS INC	57772K101	300.000	Various	12/19/11	7,516.93	5,564.57	1,952.36	
MICROSOFT CORP	594918104	600.000	Various	12/19/11	15,479.70	16,267.40	-787.70	
PROCHIP TECHNOLOGY INC	595017104	400.000	11/03/09	12/19/11	13,736.30	8,517.23	5,219.07	
MONSANTO CO	61166W101	100.000	11/03/09	12/19/11	6,820.87	6,790.00	30.87	
NATIONAL INSTRUMENTS CORP	636518102	250.000	11/03/09	12/19/11	6,209.88	4,483.43	1,726.45	
NESTLE S A	641069406	100.000	11/03/09	12/19/11	5,573.89	4,611.00	962.89	
SPONS ADR REPSTG REG SH								
NOBLE ENERGY INC	655044105	75.000	09/03/10	12/19/11	6,641.87	5,564.93	1,076.94	
NORFOLK SOUTHERN CORP	655844108	100.000	05/07/10	12/19/11	7,003.88	5,522.78	1,481.10	
ORACLE CORP	68389X105	300.000	10/08/10	12/19/11	8,664.34	8,395.56	268.78	
P G & E CORPORATION	69331C108	175.000	Various	12/19/11	6,869.13	8,299.96	-1,430.83	
PEPSICO INC	713448108	200.000	12/22/06	12/19/11	12,928.75	12,717.97	210.78	

* O indicates Ordinary Income Gain/Loss

F indicates Foreign Exchange Gain/Loss on Capital transactions



HAROLD K L CASTLE FNDTN-CAP GUARDIAN
Account Number: A 17109-00-9

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Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
PHILIP MORRIS INTERNATIONAL	718172109	200.000	05/08/09	12/19/11	15,229.21	8,165.11	7,064.10	
PROGRESSIVE CORP OHIO	743315103	500.000	11/03/09	12/19/11	9,215.37	8,048.90	1,166.47	
QUALCOMM INC	747525103	125.000	11/19/09	12/19/11	6,552.38	5,628.37	924.01	
RIO TINTO PLC	767204100	100.000	10/27/10	12/19/11	4,668.91	6,453.41	-1,784.50	
SPONS ADR								
ROYAL DUTCH SHELL PLC	780259206	300.000	11/03/09	12/19/11	21,026.60	17,846.97	3,179.63	
ADR								
SAP AKTIENGESSELLSCHAFT	803054204	100.000	11/03/09	12/19/11	5,476.89	4,627.43	849.46	
SPONS ADR								
SCHLUMBERGER LTD	806857108	200.000	11/03/09	12/19/11	13,143.75	12,770.16	373.59	
TARGET CORP	87612E106	400.000	11/03/09	12/19/11	20,671.60	19,641.68	1,029.92	
3M CO	88579Y101	150.000	02/11/10	12/19/11	11,764.77	12,036.75	-271.98	
TIFFANY & CO	886547108	150.000	Various	12/19/11	9,405.83	6,624.68	2,781.15	
UNITEDHEALTH GROUP INC	91324P102	350.000	Various	12/19/11	17,212.67	9,649.11	7,563.56	
BAN OUTFITTERS INC	917047102	300.000	Various	12/19/11	7,898.85	10,643.99	-2,745.14	
VERIZON COMMUNICATIONS INC	92343V104	100.000	01/08/10	12/19/11	3,860.93	2,971.56	889.37	
VISA INC CLASS A SHARES	92826C839	100.000	11/03/09	12/19/11	9,855.91	7,673.71	2,182.20	
JP MORGAN CHASE & CO	46625H100	900.000	Various	12/27/11	29,819.30	43,307.52	-13,488.22	
JP MORGAN CHASE & CO	46625H100	100.000	09/29/09	12/27/11	3,329.11	4,503.78	-1,174.67	
Total Long Term Non Covered					1,813,816.58	1,674,746.12	139,070.46	

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions



HAROLD K L CASTLE FNDTN-KNIGHTSBRDG
Account Number: A 17111-00-5

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Short Term Covered								
SPRINT NEXTEL CORP	852061100	32,000,000	02/10/11	08/25/11	105,684.36	144,595.20	-38,910.84	
YAHOO INC	984332106	8,500,000	03/25/11	08/25/11	110,626.22	143,268.35	-32,642.13	
BP PLC	055622104	4,200,000	Various	10/19/11	172,432.72	185,381.40	-12,948.68	
SPONS ADR								
ITT INDUSTRIES INC	450911102	3,500,000	Various	10/19/11	157,307.62	198,746.98	-41,439.36	
MOTOROLA SOLUTIONS INC	620076307	3,500,000	08/05/11	10/19/11	155,988.50	147,684.60	8,303.90	
NEWMONT MINING CORP	651639106	2,000,000	08/05/11	10/19/11	127,102.95	111,475.60	15,627.35	
PLAINS EXPLORATION & PRODUCTION	726505100	3,800,000	04/27/11	10/19/11	106,990.36	138,232.60	-31,242.24	
Total Short Term Covered					936,132.73	1,069,384.73	-133,252.00	

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions



HAROLD K L CASTLE FNDTN-KNIGHTSBRDG
Account Number: A 17111-00-5

STATEMENT D-3

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Short Term Non Covered								
MADISON SQUARE GARDEN INC CL A	55826P100	4,200,000	02/11/10	01/31/11	105,953.46	75,519.78	30,433.68	
KOREA ELECTRIC POWER CO SPONS ADR	500631106	1,800,000	06/21/10	02/16/11	23,113.71	26,028.00	-2,914.29	
WILLIAMS COMPANIES INC XL GROUP PLC	969457100	1,700,000	06/21/10	02/17/11	50,562.64	37,026.00	13,536.64	
CEMEX S A	G98290102	2,500,000	06/21/10	04/27/11	59,595.35	45,574.00	14,021.35	
SPONS ADR PARTN CTF	151290889	2,060,000	05/21/10	04/27/11	17,628.73	18,793.81	-1,165.08	
Total Short Term Non Covered					256,853.89	202,941.59	53,912.30	

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions



HAROLD K L CASTLE FNDTN-KNIGHTSBRDG
Account Number: A17111-00-5

Capital Gain and Loss Schedule

Transactions

Description Long Term Non Covered	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
KOREA ELECTRIC POWER CO SPONS ADR	500631106	9,700,000	10/30/09	02/16/11	124,557.24	136,175.39	-11,618.15	
WILLIAMS COMPANIES INC CEMEX S A	969457100 151290889	5,800,000 0.800	10/30/09	02/17/11	172,507.82	109,187.90	63,319.92	
SPONS ADR PARTN CTF XL GROUP PLC	G98290102	2,200,000	10/30/09	04/27/11	7.33	.00	7.33	
GENWORTH FINANCIAL INC CL A	37247D106	5,500,000	10/30/09	04/27/11	52,443.91	36,036.00	16,407.91	
CEMEX S A SPONS ADR PARTN CTF	151290889	12,000,000	05/21/10	07/21/11	66,708.21	56,359.05	10,349.16	
GENWORTH FINANCIAL INC CL A	37247D106	8,500,000	10/30/09	07/26/11	93,089.40	109,478.49	-16,389.09	
XL GROUP PLC WESTERN UNION CO	G98290102 959802109	4,300,000 7,600,000	10/30/09	07/28/11	70,942.18	87,100.35	-16,158.17	
PHARMERICA CORPORATION DELTA AIRLINES INC	71714F104 247361702	6,500,000 12,000,000	Various	08/23/11	90,219.57	70,434.00	19,785.57	
ANGLOGOLD ASHANTI LTD SPON ADR	035128206	3,600,000	Various	08/25/11	145,069.81	139,074.68	5,995.13	
BANK OF AMERICA CORP CAREFUSION CORPORATION	060505104 14170T101	9,300,000 6,000,000	Various	10/19/11	94,183.83	101,365.95	-7,182.12	
CITIGROUP INC NEW DEVON ENERGY CORP	172967424 25179M103	3,900,000 2,300,000	01/26/10	10/19/11	81,792.82	98,213.00	-16,420.18	
GENERAL ELECTRIC CO MADISON SQUARE GARDEN COMPANY	369604103 55826P100	9,510,000 2,700,000	Various	10/19/11	149,301.01	130,766.04	18,534.97	
			Various	10/19/11	61,472.74	141,559.00	-80,086.26	
			10/30/09	10/19/11	146,706.77	137,865.00	8,841.77	
			01/26/10	10/19/11	117,723.91	128,310.00	-10,586.09	
			Various	10/19/11	141,717.52	152,609.04	-10,891.52	
			Various	10/19/11	159,422.57	122,449.62	36,972.95	
			02/11/10	10/19/11	64,398.35	48,548.43	15,849.92	

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions

J.P.Morgan



HAROLD K L CASTLE FNDTN-KNIGHTSBRDG
Account Number: A 17111-00-5

STATEMENT D-3

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
MYLAN LABORATORIES INC	628530107	8,600,000	10/30/09	10/19/11	149,372.24	140,566.14	8,806.10	
NEWMONT MINING CORP	651639106	3,300,000	10/30/09	10/19/11	209,719.88	140,172.12	69,547.76	
QEP RESOURCES INC	74733V100	3,800,000	08/18/10	10/19/11	124,633.04	120,436.06	4,196.98	
TEXTRON INC	883203101	8,000,000	Various	10/19/11	150,925.89	149,460.00	1,465.89	
Total Long Term Non Covered					2,466,916.04	2,356,166.26	110,749.78	

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions



HAROLD K L CASTLE FNDTN-D F DENT
Account Number: A 17113-00-1

STATEMENT D-4

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Short Term Covered								
QUANTA SERVICES INC	74762E102	930.000	Various	09/15/11	17,405.91	21,587.08	-4,181.17	
RENAISSANCERE HOLDING LTD	G7496G103	605.000	04/05/11	10/12/11	38,357.05	42,935.16	-4,578.11	
Total Short Term Covered					55,762.96	64,522.24	-8,759.28	

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions



HAROLD K L CASTLE FNDTN-D F DENT
Account Number A 17113-00-1

STATEMENT D-4

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Short Term Non Covered								
ANSYS INC	03662Q105	255.000	10/25/10	02/25/11	14,268.98	11,593.09	2,675.89	
CAPELLA EDUCATION COMPANY	139594105	173.000	10/26/10	10/20/11	5,009.31	9,837.18	-4,827.87	
Total Short Term Non Covered					19,278.29	21,430.27	-2,151.98	

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions



HAROLD K L CASTLE FNDTN-D F DENT
Account Number: A 17113-00-1

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
ACTUANT CORP	00508X203	1,245.000	Various	01/05/11	32,722.02	20,238.57	12,483.45	
CL A								
IRON MOUNTAIN INC PA	462846106	1,147.000	10/30/09	01/05/11	28,224.09	28,199.68	24.41	
T ROWE PRICE GROUP INC	74144T108	100.000	11/16/09	01/28/11	6,547.82	5,130.50	1,417.32	
SCHLUMBERGER LTD	806857108	105.000	10/30/09	01/28/11	9,027.48	6,564.60	2,462.88	
TRIMBLE NAVIGATION LTD	896239100	175.000	10/30/09	01/28/11	7,717.39	3,710.86	4,006.53	
FASTENAL CO	311900104	55.000	11/16/09	02/01/11	3,229.69	2,068.55	1,161.14	
TECHNE CORP	878377100	287.000	Various	02/02/11	19,918.13	18,375.48	1,542.65	
TECHNE CORP	878377100	125.000	11/02/09	02/03/11	8,507.66	7,847.05	660.61	
ALCON INC	H01301102	200.000	Various	02/25/11	32,975.54	29,533.00	3,442.54	
SCHLUMBERGER LTD	806857108	180.000	10/30/09	02/25/11	16,370.88	7,320.10	9,050.78	
STERICYCLE INC	858912108	390.000	11/05/09	02/25/11	33,246.86	20,911.80	12,335.06	
TECHNE CORP	878377100	270.000	11/02/09	03/30/11	19,412.65	16,949.63	2,463.02	
STERICYCLE INC	858912108	225.000	Various	04/26/11	21,225.01	11,896.00	9,329.01	
CO SYSTEMS INC	17275R102	2,350.000	Various	07/28/11	37,862.24	53,947.77	-16,085.53	
INTEL CORP	458140100	460.000	10/30/09	08/02/11	10,052.59	8,753.80	1,298.79	
AMERICAN PUBLIC EDUCATION INC	02913V103	300.000	Various	08/05/11	13,463.38	11,594.66	1,868.72	
INTEL CORP	458140100	1,090.000	Various	08/09/11	21,992.17	20,731.70	1,260.47	
VISA INC CLASS A SHARES	92826C839	188.000	Various	09/23/11	16,855.26	14,637.35	2,217.91	
CAPELLA EDUCATION COMPANY	139594105	275.000	06/29/10	10/20/11	7,962.77	22,003.33	-14,040.56	
IDEXX LABORATORIES INC	45168D104	190.000	11/16/09	10/24/11	14,253.62	10,165.38	4,088.24	
IDEXX LABORATORIES INC	45168D104	179.000	Various	11/17/11	13,751.89	9,333.92	4,417.97	
FASTENAL CO	311900104	735.000	Various	11/30/11	30,704.76	13,775.60	16,929.16	

* O indicates Ordinary Income Gain/Loss

F indicates Foreign Exchange Gain/Loss on Capital transactions



HAROLD K L CASTLE FNDTN-D F DENT
Account Number A 17113-00-1

STATEMENT D-4

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered BEACON ROOFING SUPPLY INC	073685109	710 000	Various	12/27/11	14,728.52	13,829.28	899.24	
Total Long Term Non Covered					420,752.42	357,518.61	63,233.81	

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions



HAROLD K L CASTLE FNDTN-MANNING
Account Number: A 17120-00-6

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered MANNING & NAPIER FUND INC WORLD OPPORTUNITIES SERIES FUND	563821545	162,513.543	11/02/09	07/05/11	1,500,000.00	1,248,104.01	251,895.99	
Total Long Term Non Covered					1,500,000.00	1,248,104.01	251,895.99	

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions



HAROLD K L CASTLE FNDTN-S & P 500
Account Number: A 17124-00-8

STATEMENT D-6

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
SPDR S&P 500 ETF TRUST	78462F103	9,600.000	11/02/09	06/30/11	1,264,660.51	1,001,455.68	263,204.83	
Total Long Term Non Covered					1,264,660.51	1,001,455.68	263,204.83	

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions



HAROLD K L CASTLE FNDTN-JPM STRT OPS
Account Number A 17131-00-3

STATEMENT D-7

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered JPM STR INC OPP FD	4812A4351	124,688.279	11/02/09	04/20/11	1,500,000.00	1,436,408.97	63,591.03	
Total Long Term Non Covered					1,500,000.00	1,436,408.97	63,591.03	

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions

Harold K.L. Castle Foundation
JP Morgan Acct A19426005 - Realized Gain/(Loss)
For the year ended 12/31/2011

Description	Ticker	Quantity	Market Cost/ Proceeds USD	Cost Basis USD	Short Term Realized Gain Loss USD	Long Term Realized Gain Loss USD	Total Realized Gain Loss USD
AGILENT TECHNOLOGIES INC	A	(5,585)	226,401 65	192,745 61	15,526 63	18,129 41	33,656 04
AIR LEASE CORP	AL	(1,065)	24,148 09	29,666 96	(5,518 87)	-	(5,518 87)
AMERICAN WATER WORKS CO INC	AWK	(1,085)	33,665 06	24,231 26	-	9,433 80	9,433 80
APACHE CORP	APA	(350)	34,588 08	34,889 15	(301 07)	-	(301 07)
AVERY DENNISON CORP	AVY	(3,530)	93,387 07	133,081 35	-	(39,694 28)	(39,694 28)
AVNET INC	AVT	(750)	21,652 08	23,215 16	-	(1,563 08)	(1,563 08)
BAYER AG REGISTERED SHS ISIN DE000BAY0017 SEDOL 5069211	BAYN	(755)	44,480 82	55,403 07	(4,983 45)	(5,938 80)	(10,922 25)
CA INC	CA	(4,950)	107,470 34	114,796 44	-	(7,326 10)	(7,326 10)
CINEMARK HOLDINGS INC	CNK	(1,520)	28,149 85	30,480 98	(2,331 13)	-	(2,331 13)
CITIGROUP INC NEW	C	(4,943)	143,340 78	223,935 25	(80,594 47)	-	(80,594 47)
COMPUTER SCIENCES CORP	CSC	(4,015)	127,959 73	201,487 52	(73,527 79)	-	(73,527 79)
COMPUWARE CORP	CPWR	(10,280)	104,660 17	91,856 68	8,668 32	4,135 17	12,803 49
COSAN LIMITED	CZZ	(1,435)	16,297 98	14,327 90	-	1,970 08	1,970 08
CROWN HOLDINGS INC	CCK	(1,405)	46,910 58	37,930 93	1,786 13	7,193 52	8,979 65
DIAGEO P L C SPONS ADR NEW	DEO	(945)	77,241 01	67,818 96	5,450 31	3,971 74	9,422 05
DIGITALGLOBE INC	DGI	(940)	14,649 89	26,166 50	-	(11,516 61)	(11,516 61)
FIRST REPUBLIC BANK SAN FRAN	FRC	(580)	17,237 26	18,415 00	(1,177 74)	-	(1,177 74)
FMC CORP	FMC	(830)	64,088 84	53,184 58	10,904 26	-	10,904 26
HEWLETT-PACKARD CO	HPQ	(3,315)	76,589 21	143,615 87	(59,612 64)	(7,414 02)	(67,026 66)
HONEYWELL INTERNATIONAL INC	HON	(1,195)	65,265 97	56,733 22	8,532 75	-	8,532 75
JOHNSON & JOHNSON	JNJ	(215)	13,652 23	14,091 96	-	(439 73)	(439 73)
KINDER MORGAN INC	KMI	(760)	22,525 96	24,195 82	(1,669 86)	-	(1,669 86)
KRAFT FOODS INC CLASS A	KFT	(725)	26,258 99	23,265 47	2,993 52	-	2,993 52
MARKS & SPENCER GROUP PLC ADR	MAKSY	(270)	2,532 55	3,224 74	-	(692 19)	(692 19)
MEDTRONIC INC	MDT	(2,525)	89,587 72	97,519 54	(7,931 82)	-	(7,931 82)
MICROSOFT CORP	MSFT	(7,800)	191,760 51	209,988 01	(18,227 50)	-	(18,227 50)
NALCO HOLDING CO	NLC	(3,370)	97,490 51	84,344 01	2,059 03	-	2,059 03
NESTLE SA-REG ISIN CH0038863350 SEDOL 7123870	NESN VX	(1,525)	79,862 05	77,473 83	2,388 22	-	2,388 22
NOVARTIS A G ADR	NVS	(370)	20,845 39	22,852 31	(2,006 92)	-	(2,006 92)
OCCIDENTAL PETROLEUM CORP	OXY	(155)	13,662 98	13,267 35	-	395 63	395 63
PROFESSIONALLY MANAGED PORTFOLIOS THE OSTERWEIS STRATEGIC INCOME FUND	OSTIX	(43,900)	507,775 00	505,214 61	6,775 11	(4,214 72)	2,560 39
QUALCOMM INC	QCOM	(1,380)	75,595 91	53,848 98	21,746 93	-	21,746 93
QUESTAR CORP	STR	(1,395)	26,434 18	22,381 89	-	4,052 29	4,052 29
REGAL ENTERTAINMENT GROUP CL A	RGC	(9,195)	113,288 32	124,602 79	(11,314 47)	-	(11,314 47)
REPUBLIC SERVICES INC	RSG	(315)	8,378 83	9,456 02	-	(1,077 19)	(1,077 19)
SAFEMAY INC	SWY	(965)	19,820 71	25,181 48	-	(5,360 77)	(5,360 77)
SPIRIT AEROSYSTEMS HOLD-CL A	SPR	(1,310)	25,218 98	32,177 35	(6,958 37)	-	(6,958 37)
TARGA RESOURCES CORP	TRGP	(1,840)	64,487 81	40,480 00	24,007 81	-	24,007 81
TELEFLEX INC	TFX	(300)	17,817 94	19,484 10	-	(1,666 16)	(1,666 16)
TRANSATLANTIC HOLDINGS INC	TRH	(1,530)	80,456 46	82,033 67	(129 66)	-	(129 66)
UNILEVER N V	UN	(645)	21,278 14	20,151 67	-	(1,126 47)	(1,126 47)
VALEANT PHARMACEUTICALS INTE	VRX	(5,270)	242,999 49	129,434 81	20,557 32	93,007 36	113,564 68
WEBSense INC	WBSN	(1,270)	22,732 81	31,259 91	-	(8,527 10)	(8,527 10)
WILLIAMS COMPANIES INC	WMB	(8,120)	211,111 94	191,240 29	9,779 53	10,092 12	19,871 65
Total		(144,623)	3,363,759 87	3,431,153 00	(135,109 89)	67,746 76	(67,393 13)



HAROLD K. L. CASTLE FOUNDATION
Account Number Q 84817-00-8

Capital Gain and Loss Schedule

Transactions

Description	Cusip	Units	Date Acquired	Date Sold	Sales Price	Tax Cost Basis	Gain/Loss	Ordinary Income*
Long Term Non Covered								
SMALL BUSINESS ADMINISTRATION	831641DF9	4,699.240	08/29/01	02/10/11	4,699.24	259.34	4,439.90	
6.344% AUG 1 2011								
DTD 8/29/2001								
ROWAN COMPANIES INC	779382AG5	71,000.000	03/15/01	03/15/11	71,000.00	71,000.00	.00	
5.88% MAR 15 2012								
DTD 3/15/2001								
SMALL BUSINESS ADMINISTRATION	831641DF9	6,451.759	08/29/01	08/10/11	6,451.76	356.05	6,095.71	
6.344% AUG 1 2011								
DTD 8/29/2001								
ROWAN COMPANIES INC	779382AG5	72,000.000	03/15/01	09/16/11	72,000.00	72,000.00	.00	
5.88% MAR 15 2012								
DTD 3/15/2001								
Total Long Term Non Covered					154,151.00	143,615.39	10,535.61	

* O indicates Ordinary Income Gain/Loss F indicates Foreign Exchange Gain/Loss on Capital transactions

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
J.P. MORGAN A17106005 - STMT D-1	288,029.	270,490.	0.	0.	VARIOUS	VARIOUS

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
J.P. MORGAN A17106005 - STMT D-1	403,388.	384,516.	0.	0.	VARIOUS	VARIOUS

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
J.P. MORGAN A17106005 - STMT D-1	2,103,757.	1,888,097.	0.	0.	VARIOUS	VARIOUS

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
J.P. MORGAN A17109009 - STMT D-2	412,867.	486,472.	0.	0.	<73,605.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
J.P. MORGAN A17109009 - RETURN OF CAPITAL	0.	457.	0.	0.	<457.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
J.P. MORGAN A17109009 - STMT D-2	135,690.	153,794.	0.	0.	<18,104.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
J.P. MORGAN A17109009 - STMT D-2	1,813,817.	1,674,746.	0.	0.	139,071.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
J.P. MORGAN A17111005 - STMT D-3	936,133.	1,069,385.	0.	0.	<133,252.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
J.P. MORGAN A17111005 - STMT D-3	256,854.	202,942.	0.	0.	53,912.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
J.P. MORGAN A17111005 - STMT D-3	2,466,916.	2,356,166.	0.	0.	110,750.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
J.P. MORGAN A17113001 - STMT D-4	55,763.	64,522.	0.	0.	<8,759.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
J.P. MORGAN A17113001 - STMT D-4	19,278.	21,430.	0.	0.	<2,152.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
J.P. MORGAN A17113001 - STMT D-4	420,752.	357,519.	0.	0.	63,233.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
J.P. MORGAN A17120006 - STMT D-5	1,500,000.	1,248,104.	0.	0.	251,896.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
J.P. MORGAN A17124008 - STMT D-6	1,264,661.	1,001,456.	0.	0.	263,205.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
J.P. MORGAN A17131003 - STMT D-7	VARIOUS	VARIOUS			
	1,500,000.	1,436,409.	0.	0.	63,591.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
J.P. MORGAN A19426005 - STMT D-8	VARIOUS	VARIOUS			
	3,363,760.	3,431,153.	0.	0.	<67,393.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
J.P. MORGAN A19426005 - CASH IN LIEU	VARIOUS	VARIOUS			
	0.	<20.>	0.	0.	20.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
J.P. MORGAN Q84817008 - STMT D-9	VARIOUS	VARIOUS			
	154,151.	143,615.	0.	0.	10,536.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FROM K-1 - J.P. MORGAN PARTNERS H&Q FUND II, L.P.	0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FROM K-1 - INTERNATIONAL VENTURE FUND I, L.P.	0.	0.	0.	0.	0.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	904,563.

FORM 990-PF	RENTAL INCOME	STATEMENT	2
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KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
RENTAL PROPERTY	1	6,922,967.
TOTAL TO FORM 990-PF, PART I, LINE 5A		6,922,967.

FORM 990-PF	RENTAL EXPENSES	STATEMENT	3
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DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
RENTAL EXPENSES		2,870,766.	
- SUBTOTAL -	1		2,870,766.
TOTAL RENTAL EXPENSES			2,870,766.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			4,052,201.

FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	745,695.	745,695.	
FROM K-1 - ORDINARY INCOME	0.	1,440.	
FROM K-1 - ROYALTY INCOME	0.	64.	
FROM K-1 - SEC. 1231 LOSS	0.	<322.>	
FROM K-1 - CANCELLATION OF DEBT	0.	147.	
FROM K-1 - SEC. 59(E)(2) EXP.	0.	<1,040.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	745,695.	745,984.	

FORM 990-PF	LEGAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	3,177.	1,205.		939.
TO FM 990-PF, PG 1, LN 16A	3,177.	1,205.		939.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	32,302.	12,253.		20,049.
TO FORM 990-PF, PG 1, LN 16B	32,302.	12,253.		20,049.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER PROFESSIONAL FEES	505,273.	0.		500,273.
MANAGEMENT FEE - PARTNERSHIPS	0.	2,459.		0.
MANAGEMENT FEE - INVESTMENTS	306,526.	306,526.		0.
TO FORM 990-PF, PG 1, LN 16C	811,799.	308,985.		500,273.

FORM 990-PF	TAXES	STATEMENT	8
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	48,293.	0.		0.
HAWAII GENERAL EXCISE TAX	332,410.	332,410.		0.
FOREIGN TAXES	15,507.	15,507.		0.
PAYROLL TAXES	43,128.	19,051.		24,077.
TO FORM 990-PF, PG 1, LN 18	439,338.	366,968.		24,077.

FORM 990-PF	OTHER EXPENSES	STATEMENT	9
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	40,312.	13,383.		55,376.
OFFICE EXPENSE	53,172.	19,324.		33,848.
AUTO & TRUCK	1,717.	0.		1,717.
DUES & SUBSCRIPTIONS	10,345.	0.		10,345.
EVENTS	4,334.	0.		4,334.
REPAIRS & MAINTENANCE	18,216.	0.		18,216.
SERVICE FEES	7,142.	2,709.		4,433.
BUILDING & GROUNDS	1,774,891.	1,774,891.		0.
TO FORM 990-PF, PG 1, LN 23	1,910,129.	1,810,307.		128,269.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	10
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DESCRIPTION	AMOUNT
CHANGE IN UNREALIZED GAIN/LOSS	5,418,882.
ROUNDING	1.
TOTAL TO FORM 990-PF, PART III, LINE 5	5,418,883.

FORM 990-PF	CORPORATE STOCK	STATEMENT	11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK AND MUTUAL FUNDS	60,193,174.	61,043,533.
TOTAL TO FORM 990-PF, PART II, LINE 10B	60,193,174.	61,043,533.

FORM 990-PF	CORPORATE BONDS	STATEMENT	12
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	71,000.	70,996.
TOTAL TO FORM 990-PF, PART II, LINE 10C	71,000.	70,996.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	13
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
LIMITED PARTNERSHIPS	FMV	411,283.	314,822.
HEDGE FUNDS	FMV	11,200,000.	11,318,848.
TOTAL TO FORM 990-PF, PART II, LINE 13		11,611,283.	11,633,670.

FORM 990-PF	OTHER ASSETS	STATEMENT	14
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
TENANT REIMBURSEMENTS	6,259.	6,599.	6,599.
DUE FROM BROKER	151.	0.	0.
TO FORM 990-PF, PART II, LINE 15	6,410.	6,599.	6,599.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	15
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
OTHER LIABILITIES	90,339.	73,339.
FEDERAL EXCISE TAX DUE	729,209.	654,502.
SECURITY DEPOSITS	157,004.	160,868.
TOTAL TO FORM 990-PF, PART II, LINE 22	976,552.	888,709.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 16

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JAMES C. MCINTOSH 1197 AULOA ROAD KAILUA, HI 96734	DIRECTOR/CHAIRMAN 0.50	0.	0.	0.
HENRY M. D'OLIER 1197 AULOA ROAD KAILUA, HI 96734	DIRECTOR/PRESIDENT/CEO 20.00	81,460.	7,359.	0.
DR. CLAIRE L. ASAM 1197 AULOA ROAD KAILUA, HI 96734	DIRECTOR 0.50	0.	0.	0.
DR. KITTREDGE A. BALDWIN 1197 AULOA ROAD KAILUA, HI 96734	DIRECTOR 0.50	0.	0.	0.
CORBETT A.K. KALAMA 1197 AULOA ROAD KAILUA, HI 96734	DIRECTOR 0.50	0.	0.	0.
RANDOLPH G. MOORE 1197 AULOA ROAD KAILUA, HI 96734	DIRECTOR 0.50	0.	0.	0.
ERIC K. YEAMAN 1197 AULOA ROAD KAILUA, HI 96734	DIRECTOR 0.50	0.	0.	0.
CARLTON K.C. AU 1197 AULOA ROAD KAILUA, HI 96734	TREASURER/CFO 4.00	32,054.	5,300.	0.
SUSAN L. SUMIDA 1197 AULOA ROAD KAILUA, HI 96734	SECRETARY 0.50	0.	0.	0.
TERRENCE R. GEORGE 1197 AULOA ROAD KAILUA, HI 96734	EXECUTIVE VICE PRESIDENT/COO 40.00	189,123.	38,987.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		302,637.	51,646.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 17

NAME AND ADDRESSES OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ELIZABETH MURPH, GRANTS MANAGER/OFFICE MANAGER
1197 AULOA ROAD
KAILUA, HI 96734

TELEPHONE NUMBER

808-263-7073

FORM AND CONTENT OF APPLICATIONS

A WRITTEN PROPOSAL WITH COVER LETTER SHOULD BE SUBMITTED. THE COVER LETTER SHOULD INCLUDE A CONTACT PERSON WITH A DAYTIME PHONE NUMBER AND EMAIL ADDRESS AND SHOULD BE SIGNED BY THE ORGANIZATION'S BOARD CHAIRMAN AND EXECUTIVE DIRECTOR. THE PROPOSAL SHOULD INCLUDE A BRIEF STATEMENT OF THE ORGANIZATION'S MISSION AND GOALS; A DESCRIPTION OF THE PROJECT OR PROGRAM GOALS AND THE SPECIFIC, QUANTIFIABLE OUTCOMES THAT WOULD BE ACHIEVED IF THIS GRANT IS AWARDED; AN EXPLANATION OF HOW THE ORGANIZATION IS QUALIFIED TO ACHIEVE THESE GOALS; AN EVALUATION PLAN; AND AN INDICATION OF OTHER SOURCES OF EXPECTED FUNDING. THE OUTCOMES FROM THE PROPOSAL ARE INCLUDED IN THE GRANT AGREEMENT, AND THE GRANTEE WILL BE EXPECTED TO REPORT ON ITS PROGRESS AGAINST THESE OUTCOMES AT THE CONCLUSION OF THE GRANT. ADDITIONAL REQUIRED INFORMATION INCLUDES THE ORGANIZATION'S BUDGET FOR THE CURRENT FISCAL YEAR, THE PROPOSED PROJECT OR PROGRAM BUDGET INCLUDING DETAILS ON SOURCES AND USES OF FUNDS, THE PREVIOUS YEAR'S AUDITED FINANCIAL STATEMENTS, THE MOST RECENT IRS FORM 990, A LIST OF THE ORGANIZATION'S CURRENT OFFICES AND DIRECTORS, AND SUBMISSION OF EVIDENCE THAT THE BOARD HAS ADOPTED A CONFLICT OF INTEREST POLICY. THE FOUNDATION'S STAFF INDEPENDENTLY CONFIRM THAT THE APPLICANT (IF NOT A PUBLIC SCHOOL) RETAINS ITS CURRENT STATUS UNDER IRS SECTION 501(C)(3).

ANY SUBMISSION DEADLINES

GRANT INQUIRIES MAY BE SUBMITTED AT ANY TIME ONLINE THROUGH THE FOUNDATION'S WEBSITE, WWW.CASTLEFOUNDATION.ORG. PROPOSALS ARE REVIEWED WHEN SUBMITTED AT THE NEXT MEETING OF THE DIRECTORS. THE FOUNDATION'S DIRECTORS TYPICALLY MEET SIX TIMES EACH YEAR.

RESTRICTIONS AND LIMITATIONS ON AWARDS

GRANTS WILL BE MADE ONLY TO IRC SECTION 501(C)(3) DESIGNATED CHARITABLE ORGANIZATIONS WITH PUBLIC CHARITY STATUS WORKING FOR THE BENEFIT OF THE PEOPLE OF THE STATE OF HAWAII OR TO GOVERNMENT AGENCIES SUCH AS PUBLIC SCHOOLS.

Schedule of Appropriations and Payments

Fiscal Year 2011

12/31/2011

Recipient and/or Purpose	Tax Status	Beginning Balance 2011	Newly Allocated 2011	Amended 2011	Amount Paid 2011	Ending Balance 2011
Ahahui Malama I Ka Lokahi	501(c)(3)	\$800.00	\$0.00	\$0.00	\$800.00	\$0.00
P.O. Box 720						
Kailua, HI 96734						
<i>For the February 5, 2011 World Wetlands</i>						
<i>Day event in Kailua</i>						
\$800.00						
2010						
Ahahui Malama I Ka Lokahi	501(c)(3)	\$0.00	\$6,500.00	\$325.00	\$6,825.00	\$0.00
P.O. Box 720						
Kailua, HI 96734						
<i>Kawainui Hawaiian Cultural Center 3D</i>						
<i>Conceptual Model</i>						
\$6,825.00						
2011						
Bishop Museum	501(c)(3)	\$300,000.00	\$0.00	\$0.00	\$300,000.00	\$0.00
1525 Bernice Street						
Honolulu, HI 96817-0916						
<i>For restoration of Hawaiian Hall and</i>						
<i>upgrades to the Science Adventure Center</i>						
\$1,700,000.00						
2008						
Boy Scouts of America Aloha Council	501(c)(3)	\$5,000.00	\$0.00	\$0.00	\$5,000.00	\$0.00
45-828 Anoi Road						
Kaneohe, Hawaii 96744						
<i>Boy Scout Troop 223 Clean-up and</i>						
<i>Restoration/Enhancement of the Hamakua</i>						
<i>Marsh Wildlife Sanctuary</i>						
\$5,000.00						
2009						

Fiscal Year 2011

Recipient and/or Purpose	Tax Status	Beginning Balance 2011	Newly Allocated 2011	Amended 2011	Amount Paid 2011	Ending Balance 2011
Boy Scouts of America Aloha Council 45-828 Anoi Road Kaneohe, Hawaii 96744 <i>Boy Scout Troop 311 Heeia Stream Clean Up with Hui o Ko'olaupoko</i> \$2,765 00 2010	501(c)(3)	\$5,000.00	\$0.00	-\$2,235.00	\$2,765.00	\$0.00
Boy Scouts of America Aloha Council 45-828 Anoi Road Kaneohe, Hawaii 96744 <i>Troop 329 Castle Foundation Service Project with Windward Community Policing</i> \$5,000.00 2011	501(c)(3)	\$0.00	\$5,000.00	\$0.00	\$5,000.00	\$0.00
Boys & Girls Club of Hawaii 1523 Kalakaua Avenue, Suite 202 Honolulu, HI 96826 Honolulu, HI 96826 <i>For support of programs for youth at the Windward Oahu Clubhouse</i> \$80,000.00 2011	501(c)(3)	\$0.00	\$80,000.00	\$0.00	\$80,000.00	\$0.00
Castle Medical Center 640 Ulukahi Street Kailua, HI 96734-4498 <i>For capital renovation and renewal to strengthen the hospital's ability to provide high-quality health services to Windward Oahu residents</i> \$2,000,000 00 2010	501(c)(3)	\$2,000,000 00	\$0.00	\$0.00	\$250,000.00	\$1,750,000.00

Fiscal Year 2011

Recipient and/or Purpose	Tax Status	Beginning Balance 2011	Newly Allocated 2011	Amended 2011	Amount Paid 2011	Ending Balance 2011
Center For Cultural & Technical Interchange Between East & West	501(c)(3)	\$0.00	\$100,000.00	\$0.00	\$100,000.00	\$0.00
1601 East West Road Honolulu, HI 96848-1601 <i>For unrestricted support for APEC 2011 Hawaii</i>						
\$100,000.00 2011						
Center For Cultural & Technical Interchange Between East & West	501(c)(3)	\$0.00	\$10,000.00	\$0.00	\$10,000.00	\$0.00
1601 East West Road Honolulu, HI 96848-1601 <i>For local support for the China-U.S Strategic Philanthropy Partnership (CUSP) Workshop on August 14-17, 2011 at the East-West Center</i>						
\$10,000.00 2011						
Chamber Music Hawaii	501(c)(3)	\$3,900.00	\$0.00	\$0.00	\$0.00	\$3,900.00
P O Box 61939 Honolulu, HI 96839 <i>For music education outreach in Windward Oahu public schools</i>						
\$3,900.00 2010						
Child and Family Service	501(c)(3)	\$82,500.00	\$0.00	\$0.00	\$0.00	\$82,500.00
91-1841 Fort Weaver Road Ewa Beach, HI 96706 <i>For renovation of two therapeutic group homes for youths located in Windward Oahu</i>						
\$165,000.00 2008						

Fiscal Year 2011

Recipient and/or Purpose	Tax Status	Beginning Balance 2011	Newly Allocated 2011	Amended 2011	Amount Paid 2011	Ending Balance 2011
Corporation for Enterprise Development (CFED)	501(c)(3)	\$0.00	\$13,115.00	\$0.00	\$0.00	\$13,115.00
1200 G Street Northwest Suite 400 Washington, DC 20005 <i>A feasibility study for developing a college savings account for Windward Oahu youth</i> \$13,115.00 2011						
Council on Foundations Inc.	501(c)(3)	\$0.00	\$18,150.00	\$0.00	\$18,150.00	\$0.00
2121 Crystal Drive, Suite 700 Arlington, VA 22202 <i>For membership dues for 2011</i> \$18,150.00 2011						
Diamond Head Foursquare Church	501(c)(3)	\$0.00	\$250.00	\$0.00	\$250.00	\$0.00
4211 Waialae Avenue, Suite 1030 Honolulu, HI 96814 <i>To match an employee contribution made by Elizabeth Murph</i> \$250.00 2011						
Hawaii Department of Land and Natural Resources	Government	\$0.00	\$400,000.00	\$0.00	\$0.00	\$400,000.00
Department of Land and Natural Resources DOCARE Kalanimoku Building 1151 Punchbowl St. Honolulu, HI 96813 <i>For partial support for the establishment of a Fisheries Enforcement Unit Initiative in the Main Hawaiian Islands to improve the health of nearshore ecosystems</i> \$203,008.00 2011						

Fiscal Year 2011

Recipient and/or Purpose	Tax Status	Beginning Balance 2011	Newly Allocated 2011	Amended 2011	Amount Paid 2011	Ending Balance 2011
Environment Hawaii 72 Kapiolani Street Hilo, HI 96720 <i>Reporting on the nearshore impact of sewage treatment plants and enforcement of permit terms for Maui by the State Department of Health</i> \$10,000 00 2011	501(c)(3)	\$0.00	\$10,000.00	\$0.00	\$10,000.00	\$0.00
Family Promise, Inc. 69 N Kainalu Drive Kailua, HI 96734 <i>For a challenge grant which is also the final grant for this purpose, to maintain the Windward Family Center as an anchor to help move families out of homelessness rapidly</i> \$75,000.00 2010	501(c)(3)	\$75,000.00	\$0.00	\$0.00	\$75,000.00	\$0.00
Fishnet Ministries International P O Box 6301 Kaneohe, Hawaii 96744 <i>For creation of a business plan and communications tools for a self-sustaining, faith-based transitional home for women preparing themselves to re-enter society after incarceration at the Women's Community Correctional Center in Kailua</i> \$17,710.00 2010	501(c)(3)	\$17,710.00	\$0.00	\$0.00	\$17,710.00	\$0.00

Fiscal Year 2011

Recipient and/or Purpose	Tax Status	Beginning Balance 2011	Newly Allocated 2011	Amended 2011	Amount Paid 2011	Ending Balance 2011
Fishnet Ministries International P O. Box 6301 Kaneohe, Hawaii 96744 <i>For the 2011 Christmas card sponsored donation recipients for their efforts to perpetuate Native Hawaiian culture in the community</i>	501(c)(3)	\$0.00	\$500.00	\$0.00	\$500.00	\$0.00
Friends of Kailua High School 451 Ulumanu Drive Kailua, HI 96734 <i>Kailua High School Varsity Football Surfing Service</i>	501(c)(3)	\$0.00	\$5,000.00	\$0.00	\$5,000.00	\$0.00
Friends Of Waimanalo Inc PO Box 170 Waimanalo, Hawaii 96795 <i>Waimanalo Youth and Family Collaborative Hale Maluhia Family Resource Center</i>	501(c)(3)	\$0.00	\$25,000.00	\$0.00	\$25,000.00	\$0.00
Gods Country Waimanalo P O. Box 723 Waimanalo, Hawaii 96795 <i>WYLF grant for Makapuu community clean up</i>	501(c)(3)	\$0.00	\$5,000.00	-\$4,000.00	\$1,000.00	\$0.00
\$1,000.00 2011						

Fiscal Year 2011

Recipient and/or Purpose	Tax Status	Beginning Balance 2011	Newly Allocated 2011	Amended 2011	Amount Paid 2011	Ending Balance 2011
Grantees To Be Determined	501(c)(3)	-\$50,000.00	\$0.00	\$0.00	\$0.00	-\$50,000.00
1197 Auloa Raod						
Kailua, HI 96734						
<i>For the 2007 Windward Youth Leadership</i>						
<i>Fund</i>						
\$0.00						
2006						
Grantees To Be Determined	501(c)(3)	\$0.00	\$50,000.00	-\$50,000.00	\$0.00	\$0.00
1197 Auloa Raod						
Kailua, HI 96734						
<i>For the 2011 Windward Youth Leadership</i>						
<i>Fund</i>						
\$0.00						
2011						
Grantees To Be Determined	501(c)(3)	\$0.00	\$5,000.00	-\$5,000.00	\$0.00	\$0.00
1197 Auloa Raod						
Kailua, HI 96734						
<i>To match a challenge grant from the</i>						
<i>Council of Chief State School Officers</i>						
<i>(CCSSO) under their initiative to help the</i>						
<i>state of Hawaii to improve the fiscal</i>						
<i>sustainability of their public education</i>						
<i>reform efforts</i>						
\$0.00						
2011						
Grantees To Be Determined	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$0.00	\$50,000.00
1197 Auloa Raod						
Kailua, HI 96734						
<i>For the 2012 Windward Youth Leadership</i>						
<i>Fund</i>						
\$30,000.00						
2011						

Fiscal Year 2011

Recipient and/or Purpose	Tax Status	Beginning Balance 2011	Newly Allocated 2011	Amended 2011	Amount Paid 2011	Ending Balance 2011
Hawaii Alliance of Nonprofit Organizations	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$0.00	\$50,000.00
P O. Box 240382 Honolulu, HI 96824 <i>For a challenge grant to provide general support to strengthen this intermediary organization's capacity to improve the effectiveness of Hawaii's nonprofit sector</i>						
\$50,000.00 2011						
Hawaii Association of Independent Schools	501(c)(3)	\$0.00	\$77,000.00	\$0.00	\$77,000.00	\$0.00
Ala Moana Pacific Center 1585 Kapiolani Blvd., #1212 Honolulu, HI 96814 <i>For Planning & Design of the HAIS Institute for 21st Century Teaching & Learning and for support for charter school leaders to attend the High Tech High Graduate School of Education Leadership Certificate Program</i>						
\$77,000.00 2011						
Hawaii Community Foundation	501(c)(3)	\$175,000.00	\$0.00	\$0.00	\$175,000.00	\$0.00
827 Fort Street Mall Honolulu, HI 96813-4317 <i>For a challenge grant to support community coastal restoration projects in partnership with NOAA's Community-based Restoration Program</i>						
\$250,000.00 2009						

Fiscal Year 2011

Recipient and/or Purpose	Tax Status	Beginning Balance 2011	Newly Allocated 2011	Amended 2011	Amount Paid 2011	Ending Balance 2011
Hawaii Community Foundation 827 Fort Street Mall Honolulu, HI 96813-4317 <i>For the Hawaii Community Stabilization Initiative (CSI)</i> \$500,000.00 2009	501(c)(3)	\$400,000.00	\$0.00	\$0.00	\$300,000.00	\$100,000.00
Hawaii Community Foundation 827 Fort Street Mall Honolulu, HI 96813-4317 <i>For support to build the Hawaii Department of Education's capacity for strategic and effective communications regarding Race to the Top reforms</i> \$75,000.00 2011	501(c)(3)	\$0.00	\$75,000.00	\$0.00	\$75,000.00	\$0.00
Hawaii'i Education of the ARTS 1342 Aloha Oe Drive Kailua, HI 96734 <i>Partial support for a mobile sound system to enable youth choirs and theatre troupes to perform in acoustically difficult venues for the community at large</i> \$10,000.00 2011	501(c)(3)	\$0.00	\$10,000.00	\$0.00	\$10,000.00	\$0.00
Hawaii Meth Project c/o MVNP 999 Bishop Street, 24th floor Honolulu, Hawaii 96813 <i>For one-time funding for education and outreach to prevent methamphetamine use among Hawaii's youth</i> \$100,000.00 2010	501(c)(3)	\$100,000.00	\$0.00	\$0.00	\$100,000.00	\$0.00

Fiscal Year 2011

Recipient and/or Purpose	Tax Status	Beginning Balance 2011	Newly Allocated 2011	Amended 2011	Amount Paid 2011	Ending Balance 2011
Hawaii Pastors Roundtable P.O. Box 699 Honolulu, HI 96809 Waianae, HI 96792 <i>For one-time funding for organizational capacity building</i> \$10,000.00 2010	501(c)(3)	\$10,000.00	\$0.00	\$0.00	\$10,000.00	\$0.00
Hawaii Public Television Foundation 2350 Dole Street Honolulu, HI 96822 <i>Capital campaign support for a new media complex, including a HIKI No Student News Center</i> \$150,000.00 2011	501(c)(3)	\$0.00	\$150,000.00	\$0.00	\$50,000.00	\$100,000.00
Hawaiian Islands Ministries P.O. Box 777 Honolulu, HI 96808 <i>For upgrading of audio-visual equipment</i> \$60,000.00 2011	501(c)(3)	\$0.00	\$60,000.00	\$0.00	\$60,000.00	\$0.00
Honolulu Theatre for Youth 1149 Bethel Street, Suite 700 Honolulu, HI 96813 <i>For an educational theatre program to benefit Windward Oahu youth</i> \$25,000.00 2007	501(c)(3)	\$5,000.00	\$0.00	\$0.00	\$5,000.00	\$0.00

Fiscal Year 2011

Recipient and/or Purpose	Tax Status	Beginning Balance 2011	Newly Allocated 2011	Amended 2011	Amount Paid 2011	Ending Balance 2011
Hoolu Foundation 3215 Kaohinani Drive Honolulu, HI 96734 <i>Support for the Hookuaaina Project, helping at-risk youth to gain life and work skills through lo'i restoration in Kailua</i> \$20,000.00 2011	501(c)(3)	\$0.00	\$20,000.00	\$0.00	\$20,000.00	\$0.00
Hui Malama I Ke Kai Foundation 41-1537 Kalaniana'ole Highway, Suite 201B Waimanalo, HI 96795 <i>For a one-time grant to support the organization's leadership component as it transitions from a university project to an independent Waimanalo-based organization</i> \$79,740.00 2008	501(c)(3)	\$27,368.00	\$0.00	\$0.00	\$27,368.00	\$0.00
Hui Malama I Ke Kai Foundation 41-1537 Kalaniana'ole Highway, Suite 201B Waimanalo, HI 96795 <i>Waimanalo Watershed Project</i> \$4,740.00 2009	501(c)(3)	\$5,000.00	\$0.00	-\$260.00	\$4,740.00	\$0.00
Japan America Society Of Hawaii 220 S King St Ste 1501 Honolulu, HI 96813 <i>For an unsolicited challenge grant to match funds raised by Kailua Chamber of Commerce members for Japanese earthquake and tsunami relief</i> \$2,521.65 2011	501(c)(3)	\$0.00	\$2,521.65	\$0.00	\$2,521.65	\$0.00

Fiscal Year 2011

Recipient and/or Purpose	Tax Status	Beginning Balance 2011	Newly Allocated 2011	Amended 2011	Amount Paid 2011	Ending Balance 2011
Kahalu'u He'eia Broncos 47-016 Nukuwai Street Kaneohe, HI 96744 <i>Loi clean-up with Aloha Ana Health Center</i> \$5,000.00 2010	501(c)(3)	\$5,000.00	\$0.00	\$0.00	\$5,000.00	\$0.00
Kailua Canoe Club P.O. Box 177 Kailua, HI 96734 <i>A youth service project to restore He'eia wetland to naturally grow kalo and support native animal habitats</i> \$5,000.00 2009	501(c)(3)	\$5,000.00	\$0.00	\$0.00	\$5,000.00	\$0.00
Kailua Canoe Club P O Box 177 Kailua, HI 96734 <i>For a new canoe to support the Ka`elepulu Stream Mangrove Eradication Project, a collaborative effort between the Kailua Canoe Club and the Enchanted Lake Residents Association</i> \$20,000.00 2010	501(c)(3)	\$20,000.00	\$0.00	\$0.00	\$10,000.00	\$10,000.00
Kailua Hawaiian Civic Club P O. Box 1123 Kailua, HI 96734 <i>For the Uluipo Heiau Ho'ike 2011 Celebrating the Cultural History & Traditions of Kawaimui & the Kailua Ahupua'a</i> \$750.00 2011	501(c)(3)	\$0.00	\$750.00	\$0.00	\$750.00	\$0.00

Fiscal Year 2011

Recipient and/or Purpose	Tax Status	Beginning Balance 2011	Newly Allocated 2011	Amended 2011	Amount Paid 2011	Ending Balance 2011
Kailua High School	Government	\$0.00	\$5,000.00	\$0.00	\$5,000.00	\$0.00
451 Ulumanu Drive						
Kailua, Hawaii 96734						
<i>Ahupuaa Clean-Up</i>						
\$5,000.00						
2011						
State of Hawaii DOE	Government	\$55,000.00	\$0.00	\$0.00	\$55,000.00	\$0.00
Windward Oahu District Office						
46-169 Kamehameha Highway						
Kaneohe, HI 96744						
<i>For integrated complex area-wide training</i>						
<i>in instructional leadership that results in</i>						
<i>major improvements in student</i>						
<i>achievement</i>						
\$55,000.00						
2010						
Kailua Mustangs Pop Warner Association	501(c)(3)	\$0.00	\$5,000.00	\$0.00	\$5,000.00	\$0.00
522 Awakea Road						
Kailua, HI 96734						
<i>Cleaning up Kawaimunui Marsh and</i>						
<i>around</i>						
\$5,000.00						
2011						
Kakoo Oihi	501(c)(3)	\$0.00	\$150,000.00	\$0.00	\$75,000.00	\$75,000.00
46-005 Kawa Street, Suite 104						
Kaneohe, Hawaii 96744						
<i>Hooilu Mahiai Growing New</i>						
<i>Generations of Mahiai through Aina-Based</i>						
<i>Instruction</i>						
\$150,000.00						
2011						

Fiscal Year 2011

Recipient and/or Purpose	Tax Status	Beginning Balance 2011	Newly Allocated 2011	Amended 2011	Amount Paid 2011	Ending Balance 2011
Kaneohe Cultural Foundation P.O. Box 356 Kaneohe, Hawaii 96744-0356 <i>For "Camp Huaka'i" -- a Voyaging Program for Windward youth and adults aboard a Hawaiian Sailing Canoe</i> \$20,000 00 2010	501(c)(3)	\$20,000.00	\$0.00	\$0 00	\$20,000.00	\$0.00
Kawaiahao Church 957 Punchbowl Street Honolulu, HI 96813 <i>For a capital campaign for a building that will house homeless projects, foster care programs, keiki and kupuna mentoring programs, biblical education programs, and other ministries</i> \$250,000.00 2006	501(c)(3)	\$100,000.00	\$0.00	\$0 00	\$0.00	\$100,000.00
Kokua Hawaii Foundation P.O. Box 866 Haleiwa, HI 96712 <i>For the Plastic Free Kailua Campaign</i> \$0.00 2010	501(c)(3)	\$23,000 00	\$0.00	-\$23,000.00	\$0.00	\$0 00
Koolau Baptist Church 45-633 Keneke Street P.O. Box 1642 Kaneohe, HI 96744 <i>For Phase II of the Master School Improvement Plan</i> \$350,000.00 2004	501(c)(3)	\$150,000 00	\$0.00	\$0 00	\$0.00	\$150,000.00

Fiscal Year 2011

Recipient and/or Purpose	Tax Status	Beginning Balance 2011	Newly Allocated 2011	Amended 2011	Amount Paid 2011	Ending Balance 2011
Kupu	501(c)(3)	\$0.00	\$100,000.00	\$0.00	\$50,000.00	\$50,000.00
4211 Waialae Avenue, Suite 1020 Honolulu, HI 96816 <i>Hawaii Youth Conservation Corps Year Two</i> \$100,000.00 2011						
Le Jardin Academy Inc.	501(c)(3)	\$1,525,000.00	\$0.00	\$0.00	\$450,000.00	\$1,075,000.00
917 Kalanianaʻole Highway Kailua, HI 96734 <i>Matching grant for Phase 2 of the capital campaign</i> \$3,000,000.00 2004						
Le Jardin Academy Inc.	501(c)(3)	\$0.00	\$10,000.00	\$0.00	\$10,000.00	\$0.00
917 Kalanianaʻole Highway Kailua, HI 96734 <i>to help establish the Hawai'i Association of IB World Schools</i> \$10,000.00 2011						
Malama Pupukea Waimea	Expenditure Responsibility Grant	\$50,000.00	\$0.00	\$0.00	\$25,000.00	\$25,000.00
P.O. Box 188 Haleiwa, HI 96712 Haleiwa, Hawaii 96712 <i>For a one-time challenge grant to build the organizational capacity of this voluntary marine conservation organization in the Waimea and Pupukea ahupua'a</i> \$50,000.00 2010						

Fiscal Year 2011

Recipient and/or Purpose	Tax Status	Beginning Balance 2011	Newly Allocated 2011	Amended 2011	Amount Paid 2011	Ending Balance 2011
Malama Kai Foundation P.O. Box 6882 Kamuela, HI 96743 <i>For building community capacity for effective nearshore marine conservation on Hawaii Island</i> \$100,000.00 2008	501(c)(3)	\$23,000.00	\$0.00	\$0.00	\$23,000.00	\$0.00
Malama Kai Foundation P.O. Box 6882 Kamuela, HI 96743 <i>Expanding nearshore resource management at the individual, community, and public-private partnership levels</i>	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$0.00	\$50,000.00
\$50,000.00 2011						
Manuia Soccer Club Hawaii 724 Prospect Street Honolulu, Hawaii 96822 <i>WYLF grant for A P E R S (Ahuimanu Preservation Education Recruitment Service)</i> \$5,000.00 2011	501(c)(3)	\$0.00	\$5,000.00	\$0.00	\$5,000.00	\$0.00
Maui Community Arts & Cultural Center One Cameron Way Kahului, Maui, HI 96732 <i>For a challenge grant for capital funds to complete Pundt's Dream</i> \$1,000,000.00 2008	501(c)(3)	\$500,000.00	\$0.00	\$0.00	\$500,000.00	\$0.00

Fiscal Year 2011

Recipient and/or Purpose	Tax Status	Beginning Balance 2011	Newly Allocated 2011	Amended 2011	Amount Paid 2011	Ending Balance 2011
Hawaiian Mission Children's Society 553 S. King Street Honolulu, HI 96813-3002 <i>For the museum's education and exhibition program and a new outreach project serving schools in Windward Oahu</i> \$150,000.00 2008	501(c)(3)	\$50,000.00	\$0.00	\$0.00	\$50,000.00	\$0.00
Naonealaa 1110 'A'alapapa Drive Kailua, Hawaii 96734 <i>Creation of a business plan for a place-based, culturally grounded educational complex that will support schools and families toward improved educational outcomes in Hawaii</i> \$12,000.00 2011	501(c)(3)	\$0.00	\$12,000.00	\$0.00	\$0.00	\$12,000.00
National School Leaders Network Inc 1100 E Washington Rd. Hinsdale, MA 01235 <i>For the creation of a principal leadership network in all Kaimuki Complex schools, and a supplemental grant to continue the work through 2012</i> \$64,670.00 2010	501(c)(3)	\$45,000.00	\$0.00	\$0.00	\$45,000.00	\$0.00
Nature Conservancy, Inc. 923 Nuuanu Avenue Honolulu, HI 96817 <i>For building capacity for effective nearshore marine conservation in the Main Hawaiian Islands</i> \$1,000,000.00 2008	501(c)(3)	\$375,000.00	\$0.00	\$0.00	\$375,000.00	\$0.00

Fiscal Year 2011

Recipient and/or Purpose	Tax Status	Beginning Balance 2011	Newly Allocated 2011	Amended 2011	Amount Paid 2011	Ending Balance 2011
Nature Conservancy, Inc. 923 Nuuanu Avenue Honolulu, HI 96817 <i>Support for large-scale invasive algae removal in Kaneohe Bay and reintroduction of native sea urchins to restore the reefs of Kaneohe Bay</i> \$500,000 00 2011	501(c)(3)	\$0.00	\$500,000.00	\$0.00	\$0 00	\$500,000.00
Nature Conservancy, Inc. 923 Nuuanu Avenue Honolulu, HI 96817 <i>Partial support for a Honolulu Magazine insert announcing the new watershed-scale DLNR initiative</i> \$5,000 00 2011	501(c)(3)	\$0 00	\$5,000 00	\$0.00	\$0 00	\$5,000.00
The New Teacher Center 725 Front Street Suite 400 Santa Cruz, CA 95060 <i>Building the Foundation for a Hawaii New Teacher Induction Network</i> \$385,000 00 2011	501(c)(3)	\$0.00	\$385,000 00	\$0 00	\$85,000 00	\$300,000.00
Oahu Church Of Christ 99-1285 Halawa Valley Street, Unit #A-7 Aiea, Hawaii 96701 <i>He'eia Stream Restoration Part Two Youth Inspiring Youth</i> \$5,000 00 2011	501(c)(3)	\$0 00	\$5,000 00	\$0 00	\$5,000 00	\$0.00

Fiscal Year 2011

Recipient and/or Purpose	Tax Status	Beginning Balance 2011	Newly Allocated 2011	Amended 2011	Amount Paid 2011	Ending Balance 2011
Oahu Resource Conservation And Development Council	501(c)(3)	\$11,000.00	\$0.00	\$0.00	\$11,000.00	\$0.00
P.O. Box 209 Kunia, HI 96759 <i>Support for a workshop to learn lessons for Hawaii from the California Marine Life Protection Act Process</i>						
\$11,000.00 2010						
Oahu Resource Conservation And Development Council	501(c)(3)	\$0.00	\$125,000.00	\$0.00	\$125,000.00	\$0.00
P.O. Box 209 Kunia, HI 96759 <i>For Building What Works Strengthening the Management of the E Alu Pu Network for Greater Impact</i>						
\$125,000.00 2011						
Oahu Resource Conservation And Development Council	501(c)(3)	\$0.00	\$100,000.00	\$0.00	\$100,000.00	\$0.00
P.O. Box 209 Kunia, HI 96759 <i>Building What Works Strengthening the Management of the E Alu Pu Network for Greater Impact</i>						
\$100,000.00 2011						

Fiscal Year 2011

Recipient and/or Purpose	Tax Status	Beginning Balance 2011	Newly Allocated 2011	Amended 2011	Amount Paid 2011	Ending Balance 2011
The Pacific American Foundation	501(c)(3)	\$30,000.00	\$0.00	\$0.00	\$30,000.00	\$0.00
146 Hekili Street Suite 203 Kailua, HI 96734 <i>For He'e Nalu Learning Center's Nalu Studies an experiential surf and environmental science program for at-risk youth</i>						
\$90,000.00 2008						
The Pacific American Foundation	501(c)(3)	\$0.00	\$78,000.00	\$0.00	\$78,000.00	\$0.00
146 Hekili Street Suite 203 Kailua, HI 96734 <i>Support for community engagement in secondary school redesign in the Castle Complex</i>						
\$78,000.00 2011						
The Pacific American Foundation	501(c)(3)	\$0.00	\$25,000.00	\$0.00	\$13,000.00	\$12,000.00
146 Hekili Street Suite 203 Kailua, HI 96734 <i>Support for the Ke Kaiaulu O Anahola Bilingual Ocean Resource Management And Conservation Project</i>						
\$25,000.00 2011						

Fiscal Year 2011

Recipient and/or Purpose	Tax Status	Beginning Balance 2011	Newly Allocated 2011	Amended 2011	Amount Paid 2011	Ending Balance 2011
The Pacific American Foundation 146 Hekili Street Suite 203 Kailua, HI 96734 <i>To support the February 4, 2012 World Wetlands Day event in Kailua</i> \$1,000.00 2012	501(c)(3)	\$0.00	\$0 00	\$1,000.00	\$0 00	\$1,000.00
Parents and Children Together 1485 Linapuni Street, Ste. 105 Honolulu, HI 96819 <i>For capital funds to help purchase a transitional housing residence for women leaving the PACT short-term emergency and crisis shelter in Windward Oahu</i> \$200,000 00 2008	501(c)(3)	-\$100,000.00	\$0.00	\$0.00	\$0.00	-\$100,000.00
Parents and Children Together 1485 Linapuni Street, Ste. 105 Honolulu, HI 96819 <i>One-time funding to retain the Kaneohe Community Family Center at or near its current location to maximize its service to the community</i> \$12,000 00 2010	501(c)(3)	\$6,000 00	\$0.00	\$0 00	\$6,000 00	\$0 00

Fiscal Year 2011

Recipient and/or Purpose	Tax Status	Beginning Balance 2011	Newly Allocated 2011	Amended 2011	Amount Paid 2011	Ending Balance 2011
Parent Teacher Community Organization-Laie Elementary 55-109 Kulanui Street Laie, Hawaii 96762 <i>A one-time grant for "Geckos On the Move," a new program that encourages school children to set exercise goals and run laps during recess at Laie Elementary</i> \$1,500.00 2011	501(c)(3)	\$0.00	\$1,500.00	\$0.00	\$1,500.00	\$0.00
PTA Hawaii Congress Kalaheo High PTSA 730 Iliaina Street Kailua, HI 96734 <i>\$70.00 per student participant in the 1997 "Project Graduation" celebration</i> \$13,160.00 1996	501(c)(3)	\$21,840.00	\$0.00	\$0.00	\$0.00	\$21,840.00
Rainbow Schools 56-463 Kam Highway Kahuku, HI 96731 <i>For a matching and final grant for replacement of the playground surface at the Kaneohe preschool</i> \$5,000.00 2011	501(c)(3)	\$0.00	\$5,000.00	\$0.00	\$5,000.00	\$0.00
Reef Check Hawaii Inc PO Box 4238 Kaneohe, HI 96744 <i>A one-time grant for start-up support for the Eyes of the Reef community reporting network's website development and volunteer monitoring program</i> \$3,000.00 2011	501(c)(3)	\$0.00	\$3,000.00	\$0.00	\$3,000.00	\$0.00

Fiscal Year 2011

Recipient and/or Purpose	Tax Status	Beginning Balance 2011	Newly Allocated 2011	Amended 2011	Amount Paid 2011	Ending Balance 2011
Rehabilitation Hospital of the Pacific Foundation	501(c)(3)	\$0.00	\$100,000.00	\$0.00	\$50,000.00	\$50,000.00
226 N. Kuakini Street Honolulu, HI 96817						
<i>Renovation to incorporate the latest in technology and design to provide Hawaii residents with quality medical rehabilitation</i>						
\$100,000.00						
2011						
Salvation Army - Hawaiian and Pacific Islands Division	501(c)(3)	\$250,000.00	\$0.00	\$0.00	\$250,000.00	\$0.00
Divisional Headquarters 2950 Manoa Road Honolulu, HI 96822						
<i>For the Salvation Army Kroc Center Hawaii, a new community center in the Ewa Villages/East Kapolei area</i>						
\$1,000,000.00						
2006						
Seabury Hall	501(c)(3)	\$750,000.00	\$0.00	\$0.00	\$500,000.00	\$250,000.00
480 Olinda Road Makawao, Maui, HI 96768						
<i>For capital expansion and improvements</i>						
\$1,000,000.00						
2006						
St. Mark Lutheran School	501(c)(3)	\$0.00	\$75,000.00	\$0.00	\$50,000.00	\$25,000.00
45-725 Kamehameha Hwy Kaneohe, Hawaii 96744						
<i>Renovation of 60 year-old existing facilities and equipment/technology upgrades that will benefit Saint Mark students and families</i>						
\$75,000.00						
2011						

Fiscal Year 2011

Recipient and/or Purpose	Tax Status	Beginning Balance 2011	Newly Allocated 2011	Amended 2011	Amount Paid 2011	Ending Balance 2011
Teach For America	501(c)(3)	\$250,000.00	\$0.00	\$0.00	\$250,000.00	\$0.00
500 Ala Moana Blvd Suite 3-400 Honolulu, HI 96813						
<i>To recruit outstanding teachers to close the achievement gap in Hawaii's public schools</i>						
\$750,000.00 2007						
Teach For America	501(c)(3)	\$0.00	\$120,000.00	\$0.00	\$120,000.00	\$0.00
500 Ala Moana Blvd Suite 3-400 Honolulu, HI 96813						
<i>For support to create an alumni relations position at Teach For America, Hawaii</i>						
\$120,000.00 2011						
Tri-Isle Resource Conservation & Development Council, Inc.	501(c)(3)	\$25,000.00	\$0.00	\$0.00	\$25,000.00	\$0.00
Box 338 Kahului, HI 96733						
<i>A challenge grant to build Malama Maunaloa's capacity to restore Maunaloa Bay and its adjacent watersheds</i>						
\$25,000.00 2010						

Fiscal Year 2011

Recipient and/or Purpose	Tax Status	Beginning Balance 2011	Newly Allocated 2011	Amended 2011	Amount Paid 2011	Ending Balance 2011
Tri-Isle Resource Conservation & Development Council, Inc. Box 338 Kahului, HI 96733 <i>Empowering concerned citizens, families, and fishers to manage and protect Maui's nearshore marine resources through implementation of the Maui Nui Marine Resource Council (MNMRC) Strategic Plan</i>	501(c)(3)	\$0.00	\$45,000.00	\$0.00	\$45,000.00	\$0.00
\$45,000.00 2011						
Trinity Presbyterian Church, Inc. 875 Aulua Road Kailua, Hawaii 96734 <i>For capital support to double the number of classes in Junior Kindergarten through Sixth Grade and to build a middle and high school program</i>	501(c)(3)	\$200,000 00	\$0.00	\$0.00	\$200,000 00	\$0.00
\$500,000 00 2007						
Trinity Presbyterian Church, Inc. 875 Aulua Road Kailua, Hawaii 96734 <i>Trinity Christian School's Kawaiunui Marsh clean-up and Restoration Project</i>	501(c)(3)	\$0.00	\$5,000.00	-\$125.00	\$4,875.00	\$0.00
\$4,875.00 2011						
Trustees of Tufts College 80 George Street, Suite 200 Medford, MA 02155 <i>To match an employee contribution made by Matt Lorin</i>	501(c)(3)	\$0.00	\$500.00	\$0 00	\$500.00	\$0.00
\$500 00 2011						

Fiscal Year 2011

Recipient and/or Purpose	Tax Status	Beginning Balance 2011	Newly Allocated 2011	Amended 2011	Amount Paid 2011	Ending Balance 2011
University of Hawaii Foundation P. O. Box 11270 Honolulu, HI 96828-0270 <i>For an assessment of the differences in nearshore soft-bottom fish assemblages between a bay where lay-gillnets are banned (Kailua) and another where lay-gillnets are allowed (Waimanalo)</i> \$500,000.00 2007	501(c)(3)	\$200,000.00	\$0.00	\$0.00	\$200,000.00	\$0.00
University of Hawaii Foundation P. O. Box 11270 Honolulu, HI 96828-0270 <i>For the Pacific Center for Environmental Studies</i> \$85,000.00 2008	501(c)(3)	\$30,000.00	\$0.00	\$0.00	\$15,000.00	\$15,000.00
University of Hawaii Foundation P. O. Box 11270 Honolulu, HI 96828-0270 <i>For the Waikiki Ecosystem Restoration Project (Phase II)</i> \$80,000.00 2010	501(c)(3)	\$30,000.00	\$0.00	\$0.00	\$30,000.00	\$0.00
University of Hawaii Foundation P. O. Box 11270 Honolulu, HI 96828-0270 <i>For implementation of the Hawai'i P-3 Demonstration Project model in Windward Oahu to achieve literacy by grade three</i> \$150,000.00 2010	501(c)(3)	\$150,000.00	\$0.00	\$0.00	\$50,000.00	\$100,000.00

Fiscal Year 2011

Recipient and/or Purpose	Tax Status	Beginning Balance 2011	Newly Allocated 2011	Amended 2011	Amount Paid 2011	Ending Balance 2011
University of Hawaii Foundation P. O. Box 11270 Honolulu, HI 96828-0270 <i>For the University of Hawaii Sea Grant College Program's Community Based Coral Reef Awareness and Management Project in West Hawaii</i> \$106,197 00 2010	501(c)(3)	\$56,197.00	\$0.00	\$0 00	\$56,197.00	\$0.00
University of Hawaii Foundation P. O. Box 11270 Honolulu, HI 96828-0270 <i>to support the August 4-6, 2011 APEC Conference, "Quality in Higher Education," to be held at the University of Hawaii at Manoa and the East-West Center</i> \$10,000.00 2011	501(c)(3)	\$0.00	\$10,000.00	\$0.00	\$10,000 00	\$0.00
University of Hawaii Foundation P. O. Box 11270 Honolulu, HI 96828-0270 <i>A matching and final grant to support the Pacific Center for Environmental Studies</i> \$5,000.00 2011	501(c)(3)	\$0.00	\$5,000.00	\$0.00	\$2,500.00	\$2,500 00
University of Hawaii Foundation P. O. Box 11270 Honolulu, HI 96828-0270 <i>A one-time challenge grant to support the UH Maui College Hawaiian Music Institute</i> \$200,000.00 2011	501(c)(3)	\$0.00	\$200,000 00	\$0 00	\$0.00	\$200,000.00

Fiscal Year 2011

Recipient and/or Purpose	Tax Status	Beginning Balance 2011	Newly Allocated 2011	Amended 2011	Amount Paid 2011	Ending Balance 2011
University of Hawaii Foundation P. O. Box 11270 Honolulu, HI 96828-0270 <i>Project management and coordination of the Native Hawaiian Educational Outcomes Council</i> \$50,000.00 2011	501(c)(3)	\$0.00	\$50,000.00	\$0.00	\$20,000.00	\$30,000.00
University of Hawaii Foundation P. O. Box 11270 Honolulu, HI 96828-0270 <i>The 'Ō'io Tagging Project</i> \$60,000.00 2011	501(c)(3)	\$0.00	\$60,000.00	\$0.00	\$30,000.00	\$30,000.00
Waimanalo Hawaiian Homes Association PO Box 353 Waimanalo, Hawaii 96795-0353 <i>For intensive leadership training of Waimanalo-based and other Windward community leaders</i> \$15,000.00 2010	501(c)(3)	\$15,000.00	\$0.00	\$0.00	\$15,000.00	\$0.00
Waipahu Foursquare Church 94-877 Lumiaina Street Building 12 Waipahu, HI 96797 <i>To match a contribution made by Ann Matsukado</i> \$2,500.00 2011	501(c)(3)	\$0.00	\$6,000.00	-\$3,500.00	\$2,500.00	\$0.00

Fiscal Year 2011

Recipient and/or Purpose	Tax Status	Beginning Balance 2011	Newly Allocated 2011	Amended 2011	Amount Paid 2011	Ending Balance 2011
The Wildlife Society	501(c)(3)	\$120,000.00	\$0.00	\$0.00	\$120,000.00	\$0.00
Mr. David Smith						
The Wildlife Society						
c/o Division of Forestry and Wildlife						
2135 Makiki Hts. Dr.						
Honolulu, HI 96822						
<i>For the Kawaiui Marsh Wetland</i>						
<i>Restoration and Habitat Enhancement</i>						
<i>Project</i>						
\$240,000.00						
2006						
Windward Baptist Church - RAM	501(c)(3)	\$125,000.00	\$0.00	-\$125,000.00	\$0.00	\$0.00
47528 Kamehameha Hwy						
Kaneohe, HI 96744						
<i>For support for repairs, land purchase and</i>						
<i>capacity building for the Rebuilders</i>						
<i>Additions Ministry (RAM)</i>						
\$33,600.00						
2007						
Windward Baptist Church - RAM	501(c)(3)	\$0.00	\$20,000.00	\$0.00	\$20,000.00	\$0.00
47528 Kamehameha Hwy						
Kaneohe, HI 96744						
<i>Project management for program</i>						
<i>expansion of Windward Baptist Church's</i>						
<i>Rebuilders Addition Ministry (RAM)</i>						
\$20,000.00						
2011						
Grand Totals (109 items)		\$8,278,315.00	\$3,494,786.65	-\$211,795.00	\$6,072,451.65	\$5,488,855.00
		APPROVED AND PAID IN 2011	<1,540,171.65>			
		APPROVED IN 2011 FOR FUTURE YEARS	\$1,954,615.00			

HAROLD K.L. CASTLE FOUNDATION

99-6005445

STATEMENT(S) 19

FORM 990-PF, PART II, BALANCE SHEETS, LINE 11:

COST BASIS					
DESCRIPTION	BEGINNING BALANCE	ADDITIONS	DISPOSALS	RECLASS	ENDING BALANCE
REAL ESTATE FOR LEASE	3,421,186		(5,453)		3,415,733
LAND	1,692,545		(1)		1,692,544
	5,113,731	-	(5,454)	-	5,108,277

FORM 990-PF, PART II, BALANCE SHEETS, LINE 14:

COST BASIS					
DESCRIPTION	BEGINNING BALANCE	ADDITIONS	DISPOSALS	RECLASS	ENDING BALANCE
146 HEKILI - BUILDING & IMPROVEMENTS	2,108,248	18,693			2,126,941
MERCH. ROW - BUILDING & IMPROVEMENTS	2,469,135				2,469,135
KAILUA VILLAGE - BLDG & IMPROVEMENTS	1,675,323	28,329			1,703,652
151 HEKILI - BUILDING & IMPROVEMENTS	6,309,443	18,800			6,328,243
609 KAILUA - BLDG & IMPROVEMENTS	4,407,433	404,893			4,812,326
591 KAILUA - BLDG & IMPROVEMENTS	6,620,892				6,620,892
PARKING GARAGE - BLDG	7,549,454				7,549,454
FOUNDATION OFFICE	1,669,279				1,669,279
	32,809,207	470,715	-	-	33,279,922
FURNITURE & FIXTURES	57,573	12,781			70,354
	32,866,780	483,496	-	-	33,350,276

ACCUMULATED DEPRECIATION			
BEGINNING BALANCE	DEPRECIATION	DISPOSALS	ENDING BALANCE
2,018,716	4,790		2,023,506
2,379,967	6,730		2,386,697
489,439	46,058		535,497
261,467	200,201		461,668
734,338	124,331		858,669
829,232	187,495		1,016,727
1,214,344	193,935		1,408,279
42,802	42,802		85,604
7,970,305	806,342	-	8,776,647
31,291	4,205		35,496
8,001,596	810,547	-	8,812,143

SUBSTANTIATION OF EXERCISE OF EXPENDITURE RESPONSIBILITY

HAROLD K. L. CASTLE FOUNDATION

TIN: 273474121

TAX YEAR ENDED: DECEMBER 31, 2011

FORM 990-PF, PART VII-B, LINE 5

The following information is provided in accordance with IRC Sec. 4945(h)(3) and Reg 53-4945-5(d) to demonstrate that the foundation exercised expenditure responsibility in regard to its grants.

Name and Address of Grantee:	Hawai Pastors Roundtable P O. Box 699 Honolulu, HI 96809
Amount of Grant:	\$10,000.00
Date of Grant	- o Approved December 7, 2010 - o Grant period is from 12/15/2010 to 12/15/2011 - o A single payment of \$10,000.00 was made on 1/18/2011
Purpose of Grant:	For one-time funding for organizational capacity building
Amounts Expended by Grantee:	\$10,000.00 expended, per financial report dated 4/27/2012.
To the Grantor's knowledge, has Grantee diverted a portion of funds from the purpose of the grant?	To our knowledge, the grantee has not diverted any portion of the grant funds, or the income therefrom. The organization was recognized as a 501(c)(3) 509(a) organization by the IRS in April 2011, per a determination letter dated March 29, 2012.
Dates of Reports Received from the Grantee:	Final narrative report received February 2, 2012 and final financial report received April 27, 2012. Terrence George met with the grantee's Executive Director, Leo J. Bogee, Jr., approximately one week prior to submission of the online pre-proposal inquiry dated October 10, 2010.
Dates and Results of any Verification of the Grantee's Reports:	To monitor the progress of the project, Terrence George called Don Horner, co-founding board member of the organization, on approximately May 15, 2011 after receiving a copy of a letter of resignation from the grantee's Executive Director, Mr. Leo J. Bogee Jr. on approximately May 10, 2011. Mr. Horner indicated that Mr. Bogee's departure had to do with a mismatch for the position, and confirmed that no grant funds had been diverted.

SUBSTANTIATION OF EXERCISE OF EXPENDITURE RESPONSIBILITY

HAROLD K. L. CASTLE FOUNDATION
TIN: 99-0145127
TAX YEAR ENDED: DECEMBER 31, 2011

FORM 990-PF, PART VII-B, LINE 5

The following information is provided in accordance with IRC Sec. 4945(h)(3) and Reg. 53.4945-5(d) to demonstrate that the foundation exercised expenditure responsibility in regard to its grants.

Name and Address of Grantee.	Hawaii State Teachers Association 1200 Ala Kupuna Street Honolulu, HI 96819
Amount of Grant:	\$ \$30,000.00
Date of Grant:	- o Approved May 6, 2010 - o Grant period is from 11/1/2010 to 8/31/2011 - o Payments to date: Grant paid in full - o Check no. 5480 dated 11/10/10 for \$30,000.00
Purpose of Grant:	For Multi-Media Teacher Growth Portfolios
Amounts Expended by Grantee:	Grantee reports it expended all monies from the grant in calendar year 2011.
To the Grantor's knowledge, has Grantee diverted a portion of funds from the purpose of the grant?	To our knowledge, the grantee has not diverted any portion of the grant funds, or the income therefrom.
Dates of Reports Received from the Grantee:	Reports were due on August 31, 2011. Grantee reported delays in completing the multi-media teacher growth portfolios. A reminder letter was submitted to the grantee on June 18, 2012.
Dates and Results of any Verification of the Grantee's Reports:	To verify the contents of the report and to monitor the progress of the project, Terrence George with HSTA Executive Director Alvin Nagasako prior to the grant period, on July 6, 2010 and just after the start of the grant period, on November 2, 2010; subsequently, Mr. George met with HSTA's key implementer of the grant activities, Ms. Karen Aka, on June 24, July 13, and August 11, 2011; and on March 8, 2012 to monitor the grantee's progress. On April 4, 2012, Mr. George met with Karen Aka to review the final product, and deemed the grantee work complete.

SUBSTANTIATION OF EXERCISE OF EXPENDITURE RESPONSIBILITY

HAROLD K. L. CASTLE FOUNDATION
TIN 99-6005445
TAX YEAR ENDED. DECEMBER 31, 2011

FORM 990-PF, PART VII-B, LINE 5

The following information is provided in accordance with IRC Sec 4945(h)(3) and Reg. 53-4945-5(d) to demonstrate that the foundation exercised expenditure responsibility in regard to its grants

Name and Address of Grantee.	LUA, Inc. 1171 Akula Place Kailua, HI 96734
Amount of Grant:	\$ \$50,000.00
Date of Grant.	- o Approved on October 27, 2004 - o Grant period is from 10/27/2004 to 12/31/2010 - o Payments to date: 1. \$25,000.00 Scheduled 12/27/2004 -- Check No 7089 Paid 12/27/2004 2. \$25,000.00 Scheduled 12/1/2005 -- Check No: 819 Paid: 12/1/2005 Grand Total=\$50,000.00
Purpose of Grant:	To establish the Pa Alaka'i Leadership Training Center in Kailua
Amounts Expended by Grantee:	Grantee has expended approximately \$50,000.00 as of December 31, 2009.
To the Grantor's knowledge, has Grantee diverted a portion of funds from the purpose of the grant?	To our knowledge, the grantee has not diverted any portion of the grant funds, or the income therefrom. A detailed final report was received on October 31, 2011.
Dates of Reports Received from the Grantee:	Dates of emails from and meetings with the grantee reporting on their progress. • May 24, 2005 • April 21, 2006 (extended with approval of Terrence George from the original due date of December 1, 2005) • IRS 501©(3) nonprofit status achieved March 2, 2007 with exemption effective as of November 23, 2004 • April 30, 2007 • March 31, 2008 • August 28, 2008 (no-cost extension; new end date of Dec. 31, 2008) • September 16, 2009 • October 7, 2009 • November 3, 2009 (no-cost extension; new end date of Dec 31, 2010 approved by Directors on Oct. 26, 2009.) • July 30, 2011 • Final narrative and financial report received October 31, 2011

Dates and Results of any Verification of the Grantee's Reports	To verify the contents of the report and to monitor the progress of the project, Terrence George and/or Grants Manager Elizabeth Murph spoke and/or corresponded with Mr Thomas K. Kaulukukui Jr. on September 16, October 7, and November 3, 2009 and on July 1 (by letter), July 2 (by telephone) August 1, 2011 (by email) sheet to monitor the grantee's progress. The project has been completed, and the grantee is now completing their final financial report
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SUBSTANTIATION OF EXERCISE OF EXPENDITURE RESPONSIBILITY

HAROLD K L CASTLE FOUNDATION
TIN. 270855937
TAX YEAR ENDED: DECEMBER 31, 2011

FORM 990-PF, PART VII-B, LINE 5

The following information is provided in accordance with IRC Sec. 4945(h)(3) and Reg. 53-4945-5(d) to demonstrate that the foundation exercised expenditure responsibility in regard to its grants.

Name and Address of Grantee:	Malama Pupukea Waimea P.O. Box 6 Haleiwa, Hawaii 96712
Amount of Grant:	\$ \$50,000.00
Date of Grant:	- o Approved December 7, 2010 - o Grant period is from 12/15/2010 to 12/15/2012 - o Payments to date: - o Check no 5689 for \$25,000.00 dated 2/10/11 - o Check no. 6681 for \$25,000.00 dated 3/15/2012
Purpose of Grant:	For a one-time challenge grant to build the organizational capacity of this voluntary marine conservation organization in the Waimea and Pupukea ahupua'a
Amounts Expended by Grantee:	Grantee expended no grant finding in 2010. Approximately \$25,000 00 has been expended in 2011.
To the Grantor's knowledge, has Grantee diverted a portion of funds from the purpose of the grant?	To our knowledge, the grantee has not diverted any portion of the grant funds, or the income therefrom.
Dates of Reports Received from the Grantee:	Emails: 1. From Denise Antolini Sent Mon 11/15/2010 5:52 PM re application and strategic plan efforts, with Strategic Plan and relevant minutes attached. 2. From Denise Antolini Sent Thu 1/6/2011 8:28 PM re revised outcomes and budget with those items attached as well as a resume for a prospective Executive Director 3 From Board President Mark Jacobsen on March 1; narrative and financial progress report.
Dates and Results of any Verification of the Grantee's Reports:	Terrence George met with grantee Board Chair Denise Antolini on July 12, 2011 and on July 30, 2011 to monitor the grantee's progress. Mr. George also corresponded with Ms. Antolini by email on November 16 and December 1, 2010 regarding progress. Program Officer Eric Co met with Ms. Antolini several times in late 2011 and early 2012 to monitor progress.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	HAROLD K.L. CASTLE FOUNDATION	☒ 99-6005445
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	1197 AULOA ROAD	☐
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	KAILUA, HI 96734	

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

04

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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

CARLTON K.C. AU

- The books are in the care of ☒ 1197 AULOA ROAD - KAILUA, HI 96734
Telephone No. ☒ 808-263-8900 FAX No. ☐

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2012.

5 For calendar year 2011, or other tax year beginning , and ending .

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED TO GATHER THE NECESSARY INFORMATION TO FILE A COMPLETE AND ACCURATE RETURN. THEREFORE, TAXPAYER RESPECTFULLY REQUESTS ADDITIONAL TIME THROUGH NOVEMBER 15, 2012 TO TIMELY FILE THIS RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$ 127,591.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$ 136,319.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature J. P. AU

Title AGENT/CPA

Date 08/08/12

Form 8868 (Rev. 1-2012)

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► File a separate application for each return.

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

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

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

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

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

Part I only

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

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions HAROLD K.L. CASTLE FOUNDATION	Employer identification number (EIN) or ☒ 99-6005445
	Number, street, and room or suite no. If a P.O. box, see instructions 1197 AULOA ROAD	Social security number (SSN) ☐
	City, town or post office, state, and ZIP code. For a foreign address, see instructions KAILUA, HI 96734	

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

04

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

CARLTON K.C. AU

- The books are in the care of ► **1197 AULOA ROAD - KAILUA, HI 96734**
Telephone No ► **808-263-8900** FAX No. ►

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

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

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	127,572.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	136,319.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	0.

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

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 1-2012)