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990-PFForm of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust

OMB No. 1545-0052

2011Treated as a Private Foundation
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.**03/31, 2012****For calendar year 2011 or tax year beginning****04/01, 2011, and ending**

Name of foundation

WILLIAM T KEMPER II CHARITABLE TRUST

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

118 WEST 47TH STREET

City or town, state, and ZIP code

KANSAS CITY, MO 64112**G Check all that apply:** Initial return Final return Address change Initial return of a former public charity Amended return Name change**H Check type of organization:** **Section 501(c)(3) exempt private foundation** **Section 4947(a)(1) nonexempt charitable trust** **Other taxable private foundation****I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 4,664,953.****J Accounting method:** **Cash** **Accrual**
 Other (specify) **(Part I, column (d) must be on cash basis.)****A Employer identification number****43-6337610****B Telephone number (see instructions)****(816) 234-2568****C If exemption application is pending, check here ►** **D 1. Foreign organizations, check here ►
2. Foreign organizations meeting the 85% test, check here and attach computation ►** **E If private foundation status was terminated under section 507(b)(1)(A), check here ►** **F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►** **Part I Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	134,592	134,592		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	252,276			
b Gross sales price for all assets on line 6a	675,737			
7 Capital gain net income (from Part IV, line 2)		254,519		
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) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	386,868	389,111		
13 Compensation of officers, directors, trustees, etc.	50,153	26,533		23,620
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 2	2,477	940		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses.				
Add lines 13 through 23	52,630	27,473	NONE	23,620
25 Contributions, gifts, grants paid	267,750			267,750
26 Total expenses and disbursements. Add lines 24 and 25	320,380	27,473	NONE	291,370
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	66,488			
b Net Investment Income (if negative, enter -0-)		361,638		
c Adjusted net Income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see Instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year	End of year
		(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing	35,436.		
	2 Savings and temporary cash investments		66,549.	66,549.
	3 Accounts receivable ►			
	Less: allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less: allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ►			
	Less: allowance for doubtful accounts ►	NONE		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U.S. and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) STMT 3.	1,193,765.	1,496,972.	2,210,640.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ►			
	Less: accumulated depreciation ► (attach schedule)			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 4.	2,432,995.	2,165,163.	2,387,764.
	14 Land, buildings, and equipment basis ►			
	Less: accumulated depreciation ► (attach schedule)			
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	3,662,196.	3,728,684.	4,664,953.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)			
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	3,662,196.	3,728,684.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	3,662,196.	3,728,684.	
	31 Total liabilities and net assets/fund balances (see instructions)	3,662,196.	3,728,684.	

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	3,662,196.
2 Enter amount from Part I, line 27a	2	66,488.
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3	4	3,728,684.
5 Decreases not included in line 2 (itemize) ►	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,728,684.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES					
b LT CAP GAIN DIVIDEND DISTRIBUTIONS					
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 659,099.		421,218.	237,881.		
b 16,638		0	16,638		
c					
d					
e					
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			237,881.		
b			16,638		
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	254,519.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3		

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	224,027.	4,346,545.	0.051541
2009	239,445.	4,003,335.	0.059811
2008	240,572.	4,217,048.	0.057047
2007	214,126.	5,043,809.	0.042453
2006	231,287.	4,867,514.	0.047516

2 Total of line 1, column (d) 2 0.258368

3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years 3 0.051674

4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5 4 4,482,299.

5 Multiply line 4 by line 3 5 231,618.

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 3,616.

7 Add lines 5 and 6 7 235,234.

8 Enter qualifying distributions from Part XII, line 4 8 291,370.

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 ► <input type="checkbox"/> and enter "N/A" on line 1. . . .	Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)	1	3,616.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-	2		
3	Add lines 1 and 2	3		3,616.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-	4		NONE
5	Tax based on Investment Income. Subtract line 4 from line 3. If zero or less, enter -0-	5		3,616.
6	Credits/Payments:			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a		1,960.
b	Exempt foreign organizations - tax withheld at source	6b		NONE
c	Tax paid with application for extension of time to file (Form 8868)	6c		5,300.
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7		7,260.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		3,644.
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax ► 3,644. Refunded ► 11			

Part VII-A Statements Regarding Activities

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?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		X
<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>			
1c	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. ► \$ _____	(2) On foundation managers. ► \$ _____	
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
<i>If "Yes," attach a detailed description of the activities.</i>			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
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?		X
<i>If "Yes," attach the statement required by General Instruction T.</i>			
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?		
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>		
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►		
	MO		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>		X
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► N/A		
14	Telephone no. ► (816) 234-2568	
Located at ► 118 W 47TH ST, KANSAS CITY, MO ZIP + 4 ► 64112		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year. ► 15	
16	Yes	No
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 ►		

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

1a	During the year did the foundation (either directly or indirectly):	Yes	No
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.)	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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	
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:		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?						
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?					<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Provide a grant to an individual for travel, study, or other similar purposes?					<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)					<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?					<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?					5b
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?		<input type="checkbox"/> Yes	<input type="checkbox"/> 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?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?					6b
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?					7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 5		50,153.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ► NONE

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

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

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	NONE	
2		
3		
4		

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

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

Amount

1	NONE	
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3 ►		

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	4,504,942.
b	Average of monthly cash balances	1b	45,615.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	4,550,557.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	4,550,557.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	68,258.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,482,299.
6	Minimum investment return. Enter 5% of line 5	6	224,115.

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	224,115.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	3,616.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,616.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	220,499.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	220,499.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	220,499.

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	291,370.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	291,370.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	3,616.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	287,754.

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				220,499.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only				NONE
b Total for prior years: 20 09, 20 20			NONE	
3 Excess distributions carryover, if any, to 2011:				
a From 2006	NONE			
b From 2007	NONE			
c From 2008	32,286.			
d From 2009	41,510.			
e From 2010	10,576.			
f Total of lines 3a through e	84,372.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 291,370.				
a Applied to 2010, but not more than line 2a				NONE
b Applied to undistributed income of prior years (Election required - see instructions)			NONE	
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				220,499.
e Remaining amount distributed out of corpus	70,871.			
5 Excess distributions carryover applied to 2011. (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	155,243.			
b Prior years' undistributed income. Subtract line 4b from line 2b			NONE	
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			NONE	
d Subtract line 6c from line 6b. Taxable amount - see instructions			NONE	
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions				NONE
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	155,243			
10 Analysis of line 9:				
a Excess from 2007	NONE			
b Excess from 2008	32,286.			
c Excess from 2009	41,510.			
d Excess from 2010	10,576.			
e Excess from 2011	70,871.			

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ►

b Check box to indicate whether the foundation is a private operating foundation described in section

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

Part XV **Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

NONE

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

NONE

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

Check here ► if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:

SEE STATEMENT 6

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

SEE ATTACHED STATEMENT FOR LINE 2

6 Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 7				
Total			► 3a	267,750.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514	(e) Related or exempt function income (See instructions.)	
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:						
a						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities				14	134,592.	
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory				18	252,276.	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue: a						
b						
c						
d						
e						
12 Subtotal. Add columns (b), (d), and (e)					386,868.	
13 Total. Add line 12, columns (b), (d), and (e)						386,868.

Relationship of Activities to the Accomplishment of Exempt Purposes

NOT APPLICABLE

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

	Yes	No
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?		
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.		

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
SEE STATEMENT 8		

**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.

Signature of officer or trustee

COMMERCIAL TRUST COMPANY

Vice President

Index

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ►	Firm's EIN ►			
	Firm's address ►				Phone no.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST	134,592.	134,592.
TOTAL	134,592.	134,592.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL ESTIMATES - INCOME FOREIGN TAXES ON QUALIFIED FOR FOREIGN TAXES ON NONQUALIFIED	1,537. 812. 128.	812. 128. 128.
TOTALS	2,477.	940.

WILLIAM T KEMPER II CHARITABLE TRUST
FORM 990PF, PART II - CORPORATE STOCK

43-63337610

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
COMMON STOCK- STATEMENT 9	1,448,710.	2,149,054.
PREFERRED STOCK- STATEMENT 9	48,262.	61,586.
TOTALS	1,496,972.	2,210,640.

WILLIAM T KEMPER II CHARITABLE TRUST

43-6337610

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
MUTUAL FUNDS/ALT INVESTMENTS	C	2,432,995.	2,165,163.	2,387,764.
TOTALS	<i>-57m77</i>	2,432,995.	2,165,163.	2,387,764.

WILLIAM T KEMPER II CHARITABLE TRUST

43-6337610

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

COMMERCE BANK

ADDRESS:

P.O. BOX 419248

KANSAS CITY, MO 64141-6248

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

COMPENSATION 26,533.

OFFICER NAME:

ROBERT W. LOYD

ADDRESS:

2046 CONDOLEA DR

LEAWOOD, KS 66209-1652

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

COMPENSATION 23,620.

TOTAL COMPENSATION:

50,153.

=====

STATEMENT 5

WILLIAM T KEMPER II CHARITABLE TRUST
FORM 990PF, PART XV - LINES 2a - 2d
=====

43-6337610

RECIPIENT NAME:

CHRISTOPHER G BLAIR, COMMERCE BANK
ADDRESS:

118 WEST 47TH STREET
KANSAS CITY, MO 64112

RECIPIENT'S PHONE NUMBER: 816 234-2568

FORM, INFORMATION AND MATERIALS:

CONTACT COMMERCE BANK AT 816 234-2568

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

DONATIONS MUST BE USED FOR RELIGIOUS,
CHARITABLE, SCIENTIFIC, OR EDUCATIONAL
PURPOSES IN THE UNITED STATES.

STATEMENT 6

WILLIAM T KEMPER II CHARITABLE TRUST
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

43-6337610

=====

RECIPIENT NAME:

STATEMENT 10

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SEE STATEMENT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID 267,750.

TOTAL GRANTS PAID: 267,750.

=====

STATEMENT 7

FORM 990PF, PART XVII, LINE 2b - INFORMATION REGARDING TRANSFERS

=====

NAME OF ORGANIZATION:

LOCAL CEDAR HILL CEMETERY ASSOC

TYPE OF ORGANIZATION:

501 (C) (13)

DESCRIPTION OF RELATIONSHIP:

COMMON TRUSTEE

NAME OF ORGANIZATION:

MOUNT HOPE MAUSOLEUM ENDOWMENT

TYPE OF ORGANIZATION:

501 (C) (13)

DESCRIPTION OF RELATIONSHIP:

COMMON TRUSTEE

STATEMENT 8

WILLIAM T KEMPER II CHARITABLE TRUST
BALANCE SHEET
As of March 31, 2012
TAX ID # 436337610

Cash

FINANCIAL SQUARE TR GOVERNME	66,612	66,611.67	66,611.67
Cash		-62.50	-62.50
		66,611.67	66,549.17

Stocks

ADOBE SYSTEM INC	1,000	28,255.46	34,310.00
AMERICAN EXPRESS CO	655	30,978.18	37,898.30
AMERIPRISE FINANCIAL INC	425	19,653.70	24,280.25
APACHE CORP	290	16,477.80	29,127.60
APPLE INC	125	25,205.89	74,943.75
AT&T INC	1,170	35,602.87	36,539.10
BARD C R INC	175	14,048.42	17,276.00
BLACKROCK SML CAP GR EQ-INST	1,580	39,695.40	42,838.81
CERNER CORP	300	8,187.69	22,848.00
COMMERCE BANCSHARES INC	5,780	379.86	234,205.60
COMMERCE MIDCAP GROWTH FUN	4,511	103,039.15	155,191.02
CONOCOPHILLIPS	900	38,920.50	68,409.00
CROWN HOLDINGS INC	365	10,040.97	13,442.95
CULLEN FROST BANKERS INC	320	16,360.61	18,620.80
DANAHER CORP	450	16,027.50	25,200.00
DEERE & CO	200	11,116.00	16,180.00
DICK'S SPORTING GOODS INC	500	14,514.33	24,040.00
DOLLAR TREE INC	237	9,830.62	22,394.13
DWS RREEF REAL EST SEC-INST	2,295	30,082.50	47,705.19
ECOLAB INC	340	16,315.10	20,984.80
EOG RES INC	250	15,372.75	27,775.00
EXXON MOBIL CORPORATION	650	37,740.00	56,374.50
FRANKLIN RESOURCES INC	250	28,853.05	31,007.50
GENERAL ELECTRIC CO	975	31,754.00	19,568.25
GENERAL MILLS INC	800	27,283.96	31,560.00
GENTEX CORP	400	11,643.52	9,800.00
GOOGLE INC CL A	85	34,341.70	54,505.40
HEINZ H J CO	475	23,913.97	25,436.25
HESS CORPORATION	445	23,478.00	26,232.75
INTEL CORP	500	10,444.70	14,057.50
INTERNATIONAL BUSINESS MACHII	150	16,498.50	31,297.50
JOHNSON AND JOHNSON	475	28,856.25	31,331.00
JP MORGAN CHASE & CO	500	20,307.18	22,990.00
JP MORGAN INTERNATIONAL VALU	6,804	77,223.40	85,392.92
KINDER MORGAN INC	975	24,401.23	37,683.75
LOCKHEED MARTIN CORP	225	16,895.25	20,218.50
LOWES COMPANIES INC	1,360	29,747.84	42,676.80
MCKESSON CORP. COMMON STOC	150	11,077.30	13,165.50

WILLIAM T KEMPER II CHARITABLE TRUST

BALANCE SHEET

As of March 31, 2012

TAX ID # 436337610

MEAD JOHNSON NUTRITION COMP	365	12,443.22	30,105.20
MEDNAX INC	300	14,597.04	22,311.00
MERCK & CO INC	800	26,127.49	30,720.00
MICROSOFT CORP	1,690	44,840.91	54,510.95
OCCIDENTAL PETROLEUM CORP	245	20,277.41	23,331.35
OMNICOM GROUP INC	250	12,517.50	12,662.50
ORACLE CORPORATION	450	12,371.54	13,122.00
PEABODY ENERGY CORP	545	22,540.38	15,783.20
PEPSICO INC	550	28,282.89	36,492.50
PFIZER INC	2,270	46,277.76	51,404.15
PROCTER & GAMBLE CO	750	41,867.50	50,407.50
QUALCOMM INC	535	28,831.36	36,412.10
SCHLUMBERGER LTD	410	26,414.29	28,671.30
TIMKEN CO	300	13,394.25	15,222.00
TUPPERWARE BRANDS CORPORA	315	16,981.65	20,002.50
UNION PACIFIC CORP	320	20,148.99	34,393.60
UNITED PARCEL SERVICE B	400	29,265.25	32,288.00
UNITED TECHNOLOGIES CORP	150	10,078.50	12,441.00
US BANCORP	650	18,791.50	20,592.00
WELLPOINT INC	600	24,690.74	44,280.00
XEROX CORP	2,030	23,404.89	16,392.25
		31,011.31	1,443,710.21
			2,149,053.52

Other Investments

ABSOLUTE STRATEGIES FUND-I	13,159	139,380.88	145,666.61
ARTISAN MID CAP VALUE FUND-	3,847	70,595.85	82,906.84
COMMERCE BOND FUND #3	67,684	1,255,800.70	1,388,882.55
FIDELITY ADVI EMRG MKS INC-I	1,785	23,450.68	24,830.84
ISHARES BARCLAYS TRES INF PR S	325	33,562.75	38,236.25
ISHARES DJ SELECT DIVIDEND	700	40,800.97	39,172.00
ISHARES DJ US BASIC MATERIAL	550	24,064.34	38,698.00
ISHARES MSCI EMERGING MKT IN	1,800	39,989.00	77,301.00
ISHARES NASDAQ BIOTECH INDX F	250	30,203.30	30,825.00
ISHARES RUSSELL MIDCAP VALUE	2,920	64,891.45	140,539.60
MFS RESEARCH INTERNATIONAL F	12,391	243,161.50	188,968.50
PARTNERRE HLDGS LTD	225	16,224.73	15,275.25
PIMCO COMMODITY RR STRAT-INS	6,559	50,369.00	43,878.71
SPDR S&P INTERNATIONAL SMALL	1,495	46,903.53	43,011.15
TARGET SMALL CAP VALUE PT	2,210	46,700.47	47,739.24
VANGUARD SIGNAL SHARES REIT I	798	15,370.20	19,213.26
WELLS FARGO ADVANTAGE INTER	1,991	23,693.26	22,619.55
		118,689.74	2,165,162.61
			2,387,754.35

WILLIAM T KEMPER II CHARITABLE TRUST
BALANCE SHEET
As of March 31, 2012
TAX ID # 436337610

Preferred Stock

DU PONT NEMOURS PFD STK	700	48,261.74	61,586.00
	700	48,261.74	61,586.00

Litigations

AIG - PWC SECURITIES LITIGATION	1	0.00	0.00
AIG SECURITIES LITIGATION	1	0.00	0.00
ALLIANZ FUNDS LITIGATION	1	0.00	0.00
DELL COMPUTER CORPORATION	1	0.00	0.00
	4	0.00	0.00

237,013.22	3,728,633.73	4,664,953.04
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William T. Kemper II Charitable Trust 46-0011-01-8
 Form 990 -PF, Part XV, Grants and Contributions Paid during the Year
 Tax ID # 43-6337610

Name and Address		Purpose	Amount	
ALPHAPOINTE ASSOC'N FOR BLIND	Kansas City	MO	Human Services	1,000
ALS	Kansas City	MO	Human Services	17,000
ARTS AND RECREATION FDN OF O/P INC	Lenexa	KS	Arts	2,500
ARTS COUNCIL OF JOHNSON COUNTY	Shawnee Mission	KS	Arts	5,000
BIG BROTHERS/BIG SISTERS	Kansas City	MO	Human Services	50,000
CITY UNION MISSION	Kansas City	MO	Human Services	2,500
FOLLY THEATRE	Kansas City	MO	Arts	2,000
FRANKLIN CNTY HISTORICAL SOCIETY	Ottawa	KS	Civic	10,000
FRIENDSHIP INN KANSAS CITY	Lee's Summit	MO	Human Services	5,000
HARWIG LEGACY FOUNDATION	Kansas City	MO	Human Services	1,500
HEART OF AMERICA COUNCIL BSA	Kansas City	MO	Civic	7,500
KANSAS CITY AUTISM TRAINING CENTER	Prairie Village	KS	Education	5,000
KANSAS CITY HOSPICE FOUNDATION	Kansas City	MO	Human Services	5,000
KANSAS UNIVERSITY ENDOWMENT	Lawrence	KS	Education	20,000
KANSAS WILDSCAPE FOUNDATION	Lawrence	KS	Education	5,000
LAKE MARY CENTER	Kansas City	MO	Civic	5,000
MAATR	Paola	KS	Human Services	5,000
MEDICAL MISSIONS FONDATION	Overland Park	KS	Human Services	5,000
MIDWESTERN INNOCENCE PROJECT	Kansas City	MO	Human Services	10,000
MUSCULAR DYSTROPHY ASSN	Kansas City	KS	Human Services	2,000
MUSICAL THEATRE HERITAGE	Shawnee Mission	KS	Human Services	20,000
NAIA	Westwood	KS	Arts	10,000
OPERATION BREAKTHROUGH	Kansas City	MO	Human Services	5,000
OTTAWA HIGH SCHOOL	Ottawa	KS	Education	2,500
OVERLAND PARK ARTS FOUNDATION	Overland Park	KS	Arts	2,500
PARKINSON FOUNDATION OF THE HEARTLAND	Kansas City	MO	Human Services	2,500
PEMBROKE DAY SCHOOL	Kansas City	MO	Education	25,000
ROTARY CLUB YOUTH CAMP ASSOC	Kansas City	MO	Human Services	5,000
SALVATION ARMY	Kansas City	MO	Human Services	2,500
SECRET ORDER OF THE KEY INC	Olathe	KS	Civic	5,000
UNION STATION	Kansas City	MO	Civic	7,500
UNIVERSITY OF MISSOURI-KANSAS CITY/FRIENDS	Kansas City	MO	Civic	1,000
WOMEN'S FOUNDATION OF GREATER KC	Shawnee Mission	KS	Human Services	12,000
YOUNG LIFE	Shawnee Mission	KS	Human Services	1,250
Totals				267,750

JOINT FIDUCIARY STATEMENT

Name of Trust: William T Kemper II Charitable Trust

Name of Fiduciary: Commerce Trust Company

Identification Number: 43-6337610

Year End: 3/31/2012

In accordance with the requirements of IRC Sec. 6012(b) (5) and Reg. 1.6012-3(c), the fiduciary filing this return states that he has sufficient knowledge of the affairs of the above mentioned trust to enable him to execute this return, and that this return is, to the best of his knowledge and belief, true and correct.

Application for Extension of Time To File an
Exempt Organization Return

► File a separate application for each return.

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

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

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

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
	WILLIAM T KEMPER II CHARITABLE TRUST	<input checked="" type="checkbox"/> 43-6337610
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	118 WEST 47TH STREET	<input type="checkbox"/>
City, town or post office, state, and ZIP code. For a foreign address, see instructions.		
KANSAS CITY, MO 64112		

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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

- The books are in the care of ► COMMERCE BANK

Telephone No. ► (816) 234-2568

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 11/15, 2012, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► calendar year 20 . . . or

► tax year beginning 04/01, 2011, and ending 03/31, 2012.

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 \$ <u>7,260.</u>
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 \$ <u>1,960.</u>
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 \$ <u>5,300.</u>

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.

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

Form 8868 (Rev. 1-2012)