See a Social Security Number? Say Something!
Report Privacy Problems to https://public.resource.org/privacy
Or call the IRS Identity Theft Hotline at 1-800-908-4490

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491340004012

Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011, or tax year beginning 07-01-2011 , and ending 06-30-2012

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☑ Address change ☐ Name change

Name of foundation
Oxford Hills Scholarship Foundation

A Employer identification number
01-0523143

Number and street (or P O box number if mail is not delivered to street address) Room/suite
1570 Main Street

B Telephone number (see page 10 of the instructions)
(207) 828-7500

City or town, state, and ZIP code
Oxford, ME 04270

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 ▶ ☐

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)* ▶$ 5,140,988

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify) _
(Part I, column (d) must be on cash basis.)

Part I	**Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*	**(a)** Revenue and expenses per books	**(b)** Net investment income	**(c)** Adjusted net income	**(d)** Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions, gifts, grants, etc , received (attach schedule)	10,500			
2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments	2,379	2,379	2,379	
4	Dividends and interest from securities.	111,769	111,769	111,769	
5a	Gross rents				
b	Net rental income or (loss) ________				
6a	Net gain or (loss) from sale of assets not on line 10	144,870			
b	Gross sales price for all assets on line 6a 3,127,791				
7	Capital gain net income (from Part IV, line 2) . . .		144,870		
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	269,518	259,018	114,148	
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule).				
b	Accounting fees (attach schedule).	750	750		
c	Other professional fees (attach schedule)	40,073	40,073		
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions)	27,066	27,066		
19	Depreciation (attach schedule) and depletion . . .				
20	Occupancy				
21	Travel, conferences, and meetings.				
22	Printing and publications				
23	Other expenses (attach schedule).	994	994		
24	**Total operating and administrative expenses.** Add lines 13 through 23	68,883	68,883		0
25	Contributions, gifts, grants paid.	218,177			218,177
26	**Total expenses and disbursements.** Add lines 24 and 25	287,060	68,883		218,177
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	-17,542			
b	**Net investment income** (if negative, enter -0-)		190,135		
c	**Adjusted net income** (if negative, enter -0-) . . .			114,148	

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	152,003	82,828	82,828
	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 page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	650,000	679,503	697,594
	b	Investments—corporate stock (attach schedule)	3,290,072	3,388,711	3,671,899
	c	Investments—corporate bonds (attach schedule)	746,090	565,025	573,692
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)		104,278	114,975
	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)	4,838,165	4,820,345	5,140,988
Liabilities	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)		0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	4,838,165	4,820,345	
	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 page 17 of the instructions)	4,838,165	4,820,345	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	4,838,165	4,820,345	

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	4,838,165
2	Enter amount from Part I, line 27a	2	-17,542
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,820,623
5	Decreases not included in line 2 (itemize) ▶	5	278
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,820,345

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)
1 a				
b	Capital Gain Dividends			
c	see attached schedule	P	2011-01-01	2012-01-31
d	see attached schedule	P	2008-01-01	2011-12-31
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				16,135
b				
c	2,537,446		2,404,279	133,167
d	574,210		578,642	-4,432
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(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	
a				
b				
c				133,167
d				-4,432
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	144,870
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 pages 13 and 17 of the 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 page 18 of 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	223,114	5,083,279	0 04389
2009	160,920	3,895,360	0 04131
2008	157,709	2,482,100	0 06354
2007	167,160	2,965,778	0 05636
2006	334,528	3,039,829	0 11005

2	**Total** of line 1, column (d).	2	0 31515
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 06303
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	4,667,575
5	Multiply line 4 by line 3.	5	294,202
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,901
7	Add lines 5 and 6.	7	296,103
8	Enter qualifying distributions from Part XII, line 4.	8	218,177

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 on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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	3,803
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	3,803
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	3,803
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	13,304		
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	13,304
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	9,501
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 9,501	**Refunded** ▶		11	

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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
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? *If "Yes," attach a detailed description of the activities.*	2		No
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*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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?	6	Yes	
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*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ME			
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*	8b	Yes	
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 on page 27)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10	Yes	

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶Richard Colpitts Telephone no ▶(207) 828-7500

Located at ▶1570 Main Street 11 Oxford ME ZIP +4 ▶04270

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 |

			Yes	No
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?	16		No

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.		**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 page 20 of the instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		No
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 ▶ 20____ , 20____ , 20____ , 20____			
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 page 20 of the instructions).	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ **Yes** ☑ **No**			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)*	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	**5b**		**No**
	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? ☐ Yes ☑ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**No**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		**No**

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 page 22 of the 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 Additional Data Table				

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

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

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

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		

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

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	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions 3	

Total. Add lines 1 through 3. . . . . ►

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	4,439,755
b	Average of monthly cash balances		1b	298,900
c	Fair market value of all other assets (see page 24 of the instructions)		1c	0
d	**Total** (add lines 1a, b, and c)		1d	4,738,655
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	
3	Subtract line 2 from line 1d		3	4,738,655
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)		4	71,080
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	4,667,575
6	**Minimum investment return.** Enter 5% of line 5		6	233,379

Part XI **Distributable Amount** (see page 25 of the 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	233,379
2a	Tax on investment income for 2011 from Part VI, line 5	2a 3,803		
b	Income tax for 2011 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	3,803
3	Distributable amount before adjustments Subtract line 2c from line 1		3	229,576
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	229,576
6	Deduction from distributable amount (see page 25 of the instructions)		6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	229,576

Part XII **Qualifying Distributions** (see page 25 of the 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	218,177
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	218,177
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	218,177

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				229,576
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2011				
a From 2006. 7,257				
b From 2007. 26,813				
c From 2008. 34,928				
d From 2009.				
e From 2010.				
f Total of lines 3a through e.	68,998			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 218,177				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2011 distributable amount.				218,177
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	11,399			11,399
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	57,599			
b Prior years' undistributed income Subtract line 4b from line 2b				
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.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	57,599			
10 Analysis of line 9				
a Excess from 2007. . . . 22,671				
b Excess from 2008. . . . 34,928				
c Excess from 2009. . . .				
d Excess from 2010. . . .				
e Excess from 2011. . . .				

Part XIV **Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9)

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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2011	**(b)** 2010	**(c)** 2009	**(d)** 2008	
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(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV **Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see page 27 of the 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))

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

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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Student Recipients 1570 Main Street 11 Oxford, ME 04270	NONE	NONE	Educational scholarships	218,177
Total . . . . ▶ **3a**				218,177
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the 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			14	2,379	
4 Dividends and interest from securities. . . .			14	111,769	
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	144,870	
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). .				259,018	

13 **Total.** Add line 12, columns (b), (d), and (e). **13** 259,018

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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)**		**No**
	(2) Other assets.	**1a(2)**		**No**
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		**No**
	(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		**No**
	(3) Rental of facilities, equipment, or other assets.	**1b(3)**		**No**
	(4) Reimbursement arrangements.	**1b(4)**		**No**
	(5) Loans or loan guarantees.	**1b(5)**		**No**
	(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		**No**
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		**No**

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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?. ☐ Yes ☑ No

b If "Yes," complete the following schedule

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

Sign Here

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

******	2012-12-05	******
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only

Preparer's Signature ▶ Constance Bingham	Date	Check if self-employed ▶ ☐	PTIN
Firm's name ▶ Macdonald Page & Co LLC		Firm's EIN ▶	
Firm's address ▶ 30 Long Creek Dr South Portland, ME 04106		Phone no (207) 774-5701	

May the IRS discuss this return with the preparer shown above? See instructions ▶ ☑ **Yes** ☐ **No**

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491340004012

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

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 990-PF.**

OMB No 1545-0047

2011

Name of organization	**Employer identification number**
Oxford Hills Scholarship Foundation	01-0523143

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule—

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year . . . . ▶ $ ____________

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

Name of organization
Oxford Hills Scholarship Foundation

Employer identification number
01-0523143

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Caldwell Group Charitable Trust 642 High Ridge Road Orange, CT 06477	$ 10,500	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization	**Employer identification number**
Oxford Hills Scholarship Foundation	01-0523143

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

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

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

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

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

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

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

Name of organization
Oxford Hills Scholarship Foundation

Employer identification number
01-0523143

Part III ***Exclusively*** **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year.** (Complete columns **(a)** through **(e) and** the following line entry)
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

Additional Data

Software ID: 11000144
Software Version: 2011v1.2
EIN: 01-0523143
Name: Oxford Hills Scholarship Foundation

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part VIII Line 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
Mark S Eastman 1570 Main St Oxford, ME 04270	Director 1 00	0		
Robert Story 1570 Main St Oxford, ME 04270	Director 1 00	0		
Robert Harman 1570 Main St Oxford, ME 04270	Director 1 00	0		
Charlene Chase 1570 Main St Oxford, ME 04270	Director 1 00	0		
Gene Benner 1570 Main St Oxford, ME 04270	Director 1 00	0		
William L Medd 1570 Main St Oxford, ME 04270	President 1 00	0		
Richard P Colpitts 1570 Main St Oxford, ME 04270	Treasurer 1 00	0		

TY 2011 Accounting Fees Schedule

Name: Oxford Hills Scholarship Foundation

EIN: 01-0523143

Software ID: 11000144

Software Version: 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Tax preperation fee	750	750	0	0

TY 2011 Investments Corporate Bonds Schedule

Name: Oxford Hills Scholarship Foundation

EIN: 01-0523143

Software ID: 11000144

Software Version: 2011v1.2

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Corporate Bonds	565,025	573,692

TY 2011 Investments Corporate Stock Schedule

Name: Oxford Hills Scholarship Foundation
EIN: 01-0523143
Software ID: 11000144
Software Version: 2011v1.2

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Publicly traded securities	3,388,711	3,671,899

TY 2011 Investments Government Obligations Schedule

Name:	Oxford Hills Scholarship Foundation
EIN:	01-0523143
Software ID:	11000144
Software Version:	2011v1.2
US Government Securities - End of Year Book Value:	676,503
US Government Securities - End of Year Fair Market Value:	693,794
State & Local Government Securities - End of Year Book Value:	3,000
State & Local Government Securities - End of Year Fair Market Value:	3,800

TY 2011 Investments - Other Schedule

Name: Oxford Hills Scholarship Foundation
EIN: 01-0523143
Software ID: 11000144
Software Version: 2011v1.2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Mutual Funds	AT COST	104,278	114,975

TY 2011 Other Decreases Schedule

Name: Oxford Hills Scholarship Foundation

EIN: 01-0523143

Software ID: 11000144

Software Version: 2011v1.2

Description	Amount
Adjustment to cost basis	278

TY 2011 Other Expenses Schedule

Name: Oxford Hills Scholarship Foundation

EIN: 01-0523143

Software ID: 11000144

Software Version: 2011v1.2

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Fees	994	994		

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491340004012

TY 2011 Other Professional Fees Schedule

Name: Oxford Hills Scholarship Foundation
EIN: 01-0523143
Software ID: 11000144
Software Version: 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment managment fees-TD Bank	23,569	23,569	0	0
Investment managment fees-RM Davis	11,027	11,027	0	0
Investment managment fees-Bank America	5,477	5,477	0	0

TY 2011 Substantial Contributors Schedule

Name: Oxford Hills Scholarship Foundation

EIN: 01-0523143

Software ID: 11000144

Software Version: 2011v1.2

Name	Address
Caldwell Group Charitable Trust	642 High Ridge Rd Orange, CT 06477

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491340004012

TY 2011 Taxes Schedule

Name: Oxford Hills Scholarship Foundation
EIN: 01-0523143
Software ID: 11000144
Software Version: 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Taxes	2,029	2,029		
990-PF taxes	25,037	25,037		

TAX PREPARER CON
TRUST ADMINISTRATOR MO2
INVESTMENT OFFICER MO2

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
1060 0000 AT&T INC - 00206R102 - MINOR = 450							
SOLD		11/03/2011	31098 95				
ACQ	30 0000	08/06/2008	880 16	926 10	-45 94	LT15	Y
	220 0000	11/19/2010	6454 50	6210 53	243 97	ST	Y
	430 0000	06/08/2010	12615 61	10732 93	1882 68	LT15	Y
	380 0000	05/28/2009	11148 68	9427 80	1720 88	LT15	Y
230 0000 ABBOTT LABORATORIES - 002824100 - MINOR = 425							
SOLD		11/03/2011	12350 44				
ACQ	180 0000	07/14/2011	9665 56	9574 29	91 27	ST	
	50 0000	07/26/2011	2684 88	2617 38	67 50	ST	
220 0000 APACHE CORP COM - 037411105 - MINOR = 415							
SOLD		09/08/2011	21648 51				
ACQ	50 0000	05/06/2011	4920 12	6350 18	-1430 06	ST	
	70 0000	06/24/2010	6888 16	6412 49	475 67	LT15	Y
	100 0000	09/28/2007	9840 23	9080 00	760 23	LT15	Y
1560 0000 APPLIED MATERIALS INC - 038222105 - MINOR = 442							
SOLD		09/08/2011	16945 33				
ACQ	1560 0000	03/02/2011	16945 33	25508 65	-8563 32	ST	
30000 0000 BANK OF AMER CORP 3 125% 06/15/2012 DTD 12/04/08 FDIC GTY - 06050BAA9 - MINOR = 220							
SOLD		08/15/2011	30714 30				
ACQ	30000 0000	12/29/2009	30714 30	31140 60	-426 30	LT15	Y
70 0000 COLGATE PALMOLIVE - 194162103 - MINOR = 411							
SOLD		11/03/2011	6180 55				
ACQ	70 0000	04/21/2011	6180 55	5659 55	521 00	ST	
290 0000 GILEAD SCIENCES INC - 375558103 - MINOR = 425							
SOLD		11/03/2011	11853 12				
ACQ	290 0000	06/02/2011	11853 12	11991 56	-138 44	ST	
1470 0000 LINEAR TECHNOLOGIES CORP - 535678106 - MINOR = 442							
SOLD		07/14/2011	44715 95				
ACQ	1470 0000	06/24/2010	44715 95	42532 84	2183 11	LT15	Y
310 0000 MARATHON PETE CORP - 56585A102 - MINOR = 415							
SOLD		07/06/2011	12956 60				
ACQ	175 0000	06/02/2011	7314 21	7413 01	-98 80	ST	Y
	135 0000	06/07/2011	5642 39	5614 57	27 82	ST	Y
1080 0000 PEPSICO - 713448108 - MINOR = 408							
SOLD		07/26/2011	69322 36				
ACQ	90 0000	05/06/2011	5776 86	6284 75	-507 89	ST	
	120 0000	11/19/2010	7702 48	7742 98	-40 50	ST	Y
	110 0000	11/16/2010	7060 61	7039 82	20 79	ST	Y
	130 0000	06/08/2010	8344 36	8130 20	214 16	LT15	Y
	160 0000	11/09/2005	10269 98	9371 20	898 78	LT15	Y
	180 0000	04/11/2006	11553 73	10432 86	1120 87	LT15	Y
	130 0000	07/07/2009	8344 36	7296 98	1047 38	LT15	Y
	10 0000	01/08/2009	641 87	533 27	108 60	LT15	Y
	150 0000	05/28/2009	9628 11	7672 23	1955 88	LT15	Y
100 0000 PROCTER & GAMBLE CO - 742718109 - MINOR = 411							
SOLD		11/03/2011	6325 47				
ACQ	100 0000	05/06/2011	6325 47	6595 72	-270 25	ST	
1020 0000 STRYKER CORP COM - 863667101 - MINOR = 422							
SOLD		07/26/2011	56413 28				
ACQ	280 0000	06/08/2010	15486 00	14086 80	1399 20	LT15	Y
	740 0000	11/02/2009	40927 28	34654 57	6272 71	LT15	Y
110 0000 THERMO ELECTRON CORP - 883556102 - MINOR = 422							
SOLD		09/08/2011	5811 47				
ACQ	100 0000	06/02/2011	5283 15	6378 31	-1095 16	ST	
	10 0000	08/06/2008	528 32	610 60	-82 28	LT15	Y
220 0000 THERMO ELECTRON CORP - 883556102 - MINOR = 422							
SOLD		10/19/2011	11402 75				
ACQ	30 0000	08/06/2008	1554 92	1831 80	-276 88	LT15	Y
	150 0000	11/19/2010	7774 60	7683 09	91 51	ST	Y
	40 0000	03/16/2010	2073 23	1981 63	91 60	LT15	Y
700 0000 THERMO ELECTRON CORP - 883556102 - MINOR = 422							
SOLD		11/03/2011	34980 71				
ACQ	70 0000	03/16/2010	3498 07	3467 84	30 23	LT15	Y
	170 0000	01/11/2010	8495 32	8407 66	87 66	LT15	Y
	250 0000	06/08/2010	12493 11	12320 00	173 11	LT15	Y
	120 0000	11/02/2009	5996 69	5356 51	640 18	LT15	Y
	90 0000	05/28/2009	4497 52	3464 83	1032 69	LT15	Y
270 0000 TOYOTA MOTOR CORP ADR - 892331307 - MINOR = 401							
SOLD		09/08/2011	18720 23				
ACQ	270 0000	03/02/2011	18720 23	24706 00	-5985 77	ST	
250 0000 US BANCORP DEL NEW - 902973304 - MINOR = 417							
SOLD		09/08/2011	5721 02				
ACQ	250 0000	08/06/2008	5721 02	7985 61	-2264 59	LT15	Y
35000 0000 U S TREASURY NOTE 4 125% 08/31/2012 DTD 08/31/2007* - 912828HC7 - MINOR = 030							
SOLD		08/24/2011	36423 24				
ACQ	35000 0000	01/28/2011	36423 24	37045 31	-622 07	ST	Y
260 0000 UNITEDHEALTH GROUP INC COM - 91324P102 - MINOR = 423							
SOLD		11/03/2011	11988 92				
ACQ	260 0000	07/26/2011	11988 92	13406 15	-1417 23	ST	
4403 5470 VANGUARD SHORT-TERM FEDERAL FUND(0049* - 922031604 - MINOR = 593							
SOLD		09/29/2011	48130 77				
ACQ	4403 5470	11/22/2010	48130 77	48262 88	-132 11	ST	Y

TRUST YEAR ENDING 06/30/2012

TAX PREPARER CON
TRUST ADMINISTRATOR MO2
INVESTMENT OFFICER MO2

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
30000 0000 WELLS FARGO & CO 5 625% 12/11/2017 DTD 12/10/07* - 949746NX5 - MINOR = 220							
SOLD		10/20/2011	34170 00				
ACQ	30000 0000	02/10/2011	34170 00	32898 60	1271 40	ST	Y
180 0000 ACE LTD - H0023R105 - MINOR = 419							
SOLD		10/19/2011	11853 19				
ACQ	120 0000	05/23/2011	7902 13	8189 05	-286 92	ST	
	60 0000	07/14/2011	3951 06	3903 45	47 61	ST	
2030 0000 UBS AG NEW - H89231338 - MINOR = 418							
SOLD		07/14/2011	34482 54				
ACQ	770 0000	03/03/2011	13079 58	15307 21	-2227 63	ST	
	920 0000	03/02/2011	15627 56	18239 92	-2612 36	ST	
	340 0000	03/31/2011	5775 40	6160 90	-385 50	ST	
		TOTALS	574209 70	578641 21			

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
NONCOVERED FROM ABOVE	762 01	0 00	18999 63	0 00	0 00	0 00*
COVERED FROM ABOVE	-24193 15	0 00	0 00	0 00	0 00	
COMMON TRUST FUND	0 00	0 00	0 00			0 00
CAPITAL GAIN DIVIDENDS	0 00	0 00	16134 66			0 00
	-23431 14	0 00	35134 29	0 00	0 00	0 00
STATE						
NONCOVERED FROM ABOVE	762 01	0 00	18999 63	0 00	0 00	0 00*
COVERED FROM ABOVE	-24193 15	0 00	0 00	0 00	0 00	
COMMON TRUST FUND	0 00	0 00	0 00			0 00
CAPITAL GAIN DIVIDENDS	0 00	0 00	16134 66			0 00
	-23431 14	0 00	35134 29	0 00	0 00	0 00

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

CAPITAL LOSS CARRYOVER

FEDERAL	0 00	0 00
MAINE	N/A	N/A

Oxford Hills Scholarship Funds

Form 990-PF EIN 01-0523143 **Capital Gains and Losses y/e 6/30/2012**

	# shares	Cost $	Sale Date	Sale $	Gain (Loss)
Fidelity High Income Fund	11,135.714	100,509.15	1/12/2012	97,437.50	(3,071.65)
Harbor International Fund	5,844.140	346,586.26	1/12/2012	316,635.56	(29,950.70)
Invesco Int'l Growth	12,862.062	353,483.51	1/12/2012	333,641 89	(19,841.62)
Hartford Midcap Fund	2,824.631	63,893.15	1/12/2012	57,791.95	(6,101.20)
Janus Invt Fund (Perkins Mid Cap)	3,014.237	65,348.65	1/12/2012	62,756.41	(2,592.24)
Ace Ltd	780.000	38,004.79	1/11/2012	54,393.08	16,388.29
Archer Daniels Midland Co	1,100.000	40,424.28	1/11/2012	31,845.37	(8,578.91)
Bed Bath & Beyond	570.000	34,903.89	1/11/2012	34,688.00	(215.89)
Checkpoint Software Tech Ltd	1,070.000	61,213.03	1/11/2012	55,960.88	(5,252.15)
Exelon Corp	1,380.000	59,544.78	1/11/2012	55,798.25	(3,746.53)
Illinois Tool Works, Inc	990.000	42,217.56	1/11/2012	48,554.00	6,336.44
L-3 Communications Holdings	410.000	31,928.09	1/11/2012	28,335.67	(3,592.42)
Valero Energy Corp	2,480.000	69,474.86	1/11/2012	50,735.60	(18,739.26)
Chevron Corp	250.000	22,223.86	1/12/2012	26,337.24	4,113.38
Capital One Financail Corp	1,160.000	58,109.23	1/12/2012	55,503.89	(2,605.34)
Exxon Mobile Corp	300.000	21,579.57	1/12/2012	25,338.51	3,758.94
Hewlett-Packard Co	1,340.000	48,251.65	1/12/2012	35,889.07	(12,362.58)
Unitedhealth Group	1,220.000	45,876.78	1/12/2012	64,282.88	18,406.10
Diageo PLC ADR	790.000	50,755.70	1/20/2012	68,253.40	17,497.70
SYSCO Corp	1,020 000	31,905.70	1/20/2012	30,628.79	(1,276.91)
Verizon Communications Inc	1,210.000	34,050.94	1/20/2012	46,886.71	12,835.77
American Express	1,520.000	53,668.19	1/24/2011	75,002.04	21,333.85
Disney (The Walt) Company	1,270.000	39,637.12	1/25/2012	50,029.16	10,392.04
J P Morgan Chase & Co	1,440.000	58,185 80	1/25/2012	54,093.71	(4,092.09)
SPDR Gold Trust	660.000	87,166.53	1/30/2012	111,003.19	23,836.66
Marathon Oil Corp	1,830.000	57,484.68	2/2/2012	57,715.81	231.13
IBM Corp	100.000	16,803.61	2/23/2012	19,789.64	2,986.03
Johnson & Johnson	950.000	48,116.73	2/23/2012	61,764.89	13,648.16
Microsoft Corp	750.000	20,649.66	2/23/2012	23,576.07	2,926.41
Abbott Laboratories	200.000	10,020.81	3/2/2012	11,467.79	1,446.98
Target Corp	270.000	15,905.85	3/2/2012	15,256.33	(649.52)
Microsoft Corp	920.000	21,700.96	3/2/2012	29,475.31	7,774.35
Home Depot	500.000	16,663.01	3/2/2012	23,679.57	7,016.56
SPDR Gold Trust	660.000	86,591.28	3/19/2012	106,337.08	19,745.80
Microsoft Corp	1,000.000	23,588.63	3/22/2012	31,929.42	8,340.79
Buffalo Small Cap Fund	2,580.142	62,929.66	4/19/2012	72,063.37	9,133.71
Royce Special Equity Fund-IV	3,326.252	65,693.47	4/19/2012	70,682.86	4,989.39
YUM! Brands Inc	620.000	20,915.19	4/18/2012	45,185.35	24,270.16
Chevron Corp	590.000	42,852.77	5/24/2012	58,746.69	15,893.92
Celgene Corp	550.000	35,419.56	5/24/2012	37,952.85	2,533.29
		2,404,278.94		2,537,445.78	133,166.84