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

Name of foundation: SHAWE FAMILY CHARITABLE FDN

A Employer identification number: 52-1505784

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 387 | Room/suite:

B Telephone number (see instructions): (314) 418-2643

City or town, state, and ZIP code: ST. LOUIS, MO 63166

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 ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ 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)* ▶ $ 8,066,191.

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 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)				
	2 Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	179,527.	179,527.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	435,388.			
	b Gross sales price for all assets on line 6a 828,246.				
	7 Capital gain net income (from Part IV, line 2)		435,388.		
	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	614,915.	614,915.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	52,129.	26,064.		26,065.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits	1,825.	912.	NONE	913.
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 1	1,500.	NONE	NONE	1,500.
	c Other professional fees (attach schedule) STMT 2	18,764.	18,764.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 3	13,903.	1,013.		
	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	88,121.	46,753.	NONE	28,478.
	25 Contributions, gifts, grants paid	318,933.			318,933.
	26 **Total expenses and disbursements** Add lines 24 and 25	407,054.	46,753.	NONE	347,411.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	207,861.			
	b **Net investment income** (if negative, enter -0-)		568,162.		
	c **Adjusted net income** (if negative, enter -0-)				

RECEIVED NOV 1 9 2012 OGDEN, UT IRS-OSC

SCANNED NOV 2 8 2012

For Paperwork Reduction Act Notice, see instructions. JSA Form **990-PF** (2011)

1E1410 1 000 BNJ368 680K 07/26/2012 15:18:08 8056680706 18 G14 7

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			
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)			
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	4,521,576.	4,728,953.	8,066,191.
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)	4,521,576.	4,728,953.	8,066,191.
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)			
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	4,521,576.	4,728,953.	
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)	4,521,576.	4,728,953.	
31	**Total liabilities and net assets/fund balances** (see instructions)	4,521,576.	4,728,953.	

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	4,521,576.
2	Enter amount from Part I, line 27a	2	207,861.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,729,437.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 5	5	484.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,728,953.

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				
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	828,246.		392,858.	435,388.
b				
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				435,388.
b				
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** 435,388.

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? [X] 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			
2009			
2008			
2007			
2006			

2	**Total** of line 1, column (d)	2	
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	
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ________________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	11,363.
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	11,363.
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	11,363.
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 11,103.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	11,103.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] 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	260.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
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		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MD			
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	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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 instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ U.S. BANK N.A. Telephone no ▶ (314)418-2643

Located at ▶ PO BOX 387, ST. LOUIS, MO ZIP + 4 ▶ 63166

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		X
	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 instructions)?	1b		X
	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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)*	3b		
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)*

			Yes	No
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 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 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? ☐ 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? *If "Yes" to 6b, file Form 8870.*	6b		X
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		

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 6		52,129.	-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

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 NONE	
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	8,004,826.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	8,004,826.
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	8,004,826.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	120,072.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,884,754.
6	**Minimum investment return.** Enter 5% of line 5	6	394,238.

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	394,238.
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 11,363.		
b	Income tax for 2011. (This does not include the tax from Part VI.) — 2b		
c	Add lines 2a and 2b	2c	11,363.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	382,875.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	382,875.
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	382,875.

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	347,411.
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	347,411.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	347,411.

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				382,875.
2	Undistributed income, if any, as of the end of 2011:				
a	Enter amount for 2010 only			344,545.	
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 ... NONE				
d	From 2009 ... NONE				
e	From 2010 ... NONE				
f	**Total** of lines 3a through e	NONE			
4	Qualifying distributions for 2011 from Part XII, line 4. ▶ $ 347,411.				
a	Applied to 2010, but not more than line 2a			344,545.	
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				2,866.
e	Remaining amount distributed out of corpus	NONE			
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	NONE			
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				
f	Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				380,009.
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	NONE			
10	Analysis of line 9.				
a	Excess from 2007 ... NONE				
b	Excess from 2008 ... NONE				
c	Excess from 2009 ... NONE				
d	Excess from 2010 ... NONE				
e	Excess from 2011 ... NONE				

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 [ ] 4942(j)(3) or [ ] 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
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 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 7

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

SEE ATTACHED STATEMENT FOR LINE 2

c 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 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*				
SEE STATEMENT 8				
Total ▶ 3a				318,933.
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 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	179,527.	
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	435,388.	
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)				614,915.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 614,915.

(See worksheet in line 13 instructions 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 foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	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.

(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) is based on all information of which preparer has any knowledge

[signature] | 11-13-2012 | Secretary

Signature of officer or trustee | Date | Title

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 ☐ if self-employed	PTIN
James W. Nelson	[signature]	10/31/12		P01074611
Firm's name ▶ U.S. BANK N.A.			Firm's EIN ▶ 31-0841368	
Firm's address ▶ P.O. BOX 387 ST. LOUIS, MO 63166			Phone no 314-418-2643	

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	1,500.			1,500.
TOTALS	1,500.	NONE	NONE	1,500.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CUSTODIAN & MANAGEMENT FEES (A	18,764.	18,764.
TOTALS	18,764.	18,764.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL EXCISE TAXES	12,890.	
FOREIGN TAXES PAID	1,013.	1,013.
TOTALS	13,903.	1,013.

SHAWE FAMILY CHARITABLE FDN 52-1505784

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ASSET STATEMENTS ATTACHED	C	4,728,953.	8,066,191.
TOTALS		4,728,953.	8,066,191.

ASSET SUMMARY

As of 6/30/2012
EARLE AND ANNETTE SHAWE CHARITABLE FOUNDATION

SYMBOL	SECURITY	SHARES	Market Value	COST
CASH & EQUIVALENTS				
	FIRST AMER PRIME OBLIG FUND	25 550 51	25 550 51	25 550 51
	T ROWE PRICE SUMMIT CASH RESERVES	11 471 72	11 471 72	11 471 72
	TOTAL CASH & EQUIVALENTS		37 022 23	37,022 23

STOCKS

SYMBOL	SECURITY	SHARES	Market Value	COST
88579Y101	3M CO	1 500 00	134 400 00	11 631 55
03027X100	AMERICAN TOWER CORP	2,000 00	139 820 00	74 451 80
031162100	AMGEN INC	1 000 00	72 910 00	47 353 30
032654105	ANALOG DEVICES	2 500 00	94,175 00	86 918 44
037833100	APPLE INC	500 00	292,000 00	191 578 00
053015103	AUTOMATIC DATA PROCESSING	2 000 00	111 320 00	83 592 20
057224107	BAKER HUGHES INC	2 000 00	82 200 00	56 556 80
084670108	BERKSHIRE HATHAWAY INC DEL CL A	5 00	624 725 00	13 875 00
166764100	CHEVRON CORP	2 700 00	284 850 00	25,755 51
171340102	CHURCH & DWIGHT INC	2 000 00	110 940 00	6 041 50
17275R102	CISCO SYSTEMS INC	3 000 00	51 510 00	56 250 00
191216100	COCA COLA COMPANY	1 500 00	117 285 00	65 312 45
194162103	COLGATE PALMOLIVE	1 000 00	104 100 00	77 080 20
126650100	CVS CAREMARK CORP	1 700 00	79 441 00	4 135 25
235851102	DANAHER CORP	3 000 00	156 240 00	76 053 15
302130109	EXPEDITORS INTL WASH INC	2 000 00	77 500 00	81 961 35
369604103	GENERAL ELECTRIC CO	6 000 00	125 040 00	49 154 50
375558103	GILEAD SCIENCES INC	1 200 00	61 536 00	55 659 96
38259P508	GOOGLE INC CL A	300 00	174 021 00	144 722.04
437076102	HOME DEPOT INC	2 500 00	132 475 00	55 075 00
458140100	INTEL CORP	3 000 00	79 950 00	11 203 12
459200101	INTL BUSINESS MACHINES	600 00	117 348 00	74 321 52
478160104	JOHNSON & JOHNSON	4 205 00	284,089 80	20 904 61
46625H100	JP MORGAN CHASE & CO	2 700 00	96 471 00	102,536 52
48203R104	JUNIPER NETWORKS INC	3 000 00	48 930 00	64 413 60
500255104	KOHLS CORP	1 200 00	54,588 00	59 310 96
56585A102	MARATHON PETROLEUM CORP	750 00	33 690 00	6 466 34
571903202	MARRIOTT INTL INC NEW CL A	1 516 00	59 427 20	47 921 33
57636Q104	MASTERCARD INC-CL A	300 00	129 033 00	75 798 69
594918104	MICROSOFT CORP	8 000 00	244,720 00	18 187 49
61166W101	MONSANTO CO NEW	700 00	57 946 00	53 501 00
665859104	NORTHERN TRUST CORP	1 500 00	69 030 00	54 536 70
681919106	OMNICOM GROUP	1 600 00	77 760 00	51 562 96
713448108	PEPSICO INC	1 500 00	105 990 00	63 109 05
717081103	PFIZER INC	8 000 00	184 000 00	30 235 00
74005P104	PRAXAIR INC	800 00	86 984 00	69 265 44
742718109	PROCTER & GAMBLE	1 500 00	91 875 00	80 721 60
780259206	ROYAL DUTCH SHELL ADR	1 600 00	107 888 00	35 465 00
806857108	SCHLUMBERGER LTD	2 000 00	129 820 00	70 961 00
863667101	STRYKER CORP	2,500 00	137 750 00	122 922 45
882508104	TEXAS INSTRUMENTS INC	3 000 00	86 070 00	72 813 00
741481105	TRP HIGH YIELD FUND	14 792 90	99 112 42	100 000 00
77956H203	TRP INTL STOCK FUND	15,255 34	197,404 05	215 088 52
779562107	TRP NEW HORIZONS FUND	7 965 20	276,312 68	145 996 99
779570100	TRP NEW INCOME FUND	92 563 38	907 121 16	764 374 77
779906106	TRP SPECTRUM INCOME FUND	48 083 10	607 289 53	571 461 90
907818108	UNION PACIFIC CORP	800 00	95 448 00	85,308 96
911312106	UNITED PARCEL SERVICE CL B	1 400 00	110 264 00	88 509 68
913017109	UNITED TECHNOLOGIES	1 000 00	75,530 00	53 724 10
92857W209	VODAFONE GROUP PLC - SP ADR	3 000 00	84 540 00	23 592 41
254687106	WALT DISNEY CO	1 600 00	77 600 00	59 199 04
94973V107	WELLPOINT INC	1 700 00	108 443 00	75 359 81
949746101	WELLS FARGO COMPANY	2,400 00	80 256 00	58 999 10
	TOTAL STOCKS		8,029,168 85	4,691,930 67

TOTAL ASSETS	8,066,191 08	4,728,952 90

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
BOOK/COST VALUE ADJUSTMENT		484.
	TOTAL	484.

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

OFFICER NAME:
EARLE K. SHAWE
ADDRESS:
20 S. CHARLES STREET 11TH FLOOR
BALTIMORE, MD 21201
TITLE:
PRESIDENT
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

OFFICER NAME:
ANNETTE C. SHAWE
ADDRESS:
20 S. CHARLES STREET 11TH FLOOR
BALTIMORE, MD 21201
TITLE:
VICE PRES.
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

OFFICER NAME:
GAIL R. SHAWE
ADDRESS:
20 S. CHARLES STREET 11TH FLOOR
BALTIMORE, MD 21201
TITLE:
SECRETARY
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 20
COMPENSATION .... 52,129.

OFFICER NAME:
STEPHEN D. SHAWE
ADDRESS:
20 S. CHARLES STREET 11TH FLOOR
BALTIMORE, MD 21201
TITLE:
TREASURER
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

TOTAL COMPENSATION: 52,129.

RECIPIENT NAME:
SHAWE FAMILY CHARITABLE FOUNDATION
ADDRESS:
20 S CHARLES STREET
BALTIMORE, MD 21201
FORM, INFORMATION AND MATERIALS:
APPLICATION - DESCRIBE ORGANIZATION &
PURPOSE FOR USE OF FUNDS
SUBMISSION DEADLINES:
NONE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
TO 501(C)(3) ORGANIZATIONS

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
===

RECIPIENT NAME:
SEE ATTACHED
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 318,933.

TOTAL GRANTS PAID: 318,933.
===============

TRANSACTIONS FROM 07/01/11 TO 06/30/12 - ALL PORTFOLIO 07/26/12 12:32

8056680706 TRP SHAWE FNDATN PRIN. CASH INCOME CASH

07/07 CASH DISBURSEMENT 1,500.00-
PAID TO BALTIMORE SYMPHONY ORCHESTRA
CHARITABLE CONTRIBUTION
T/A CHECK # 4533383
PAID FOR 52-1505784
BATCH NO. UB000117 TRANS NO. 05
DISBURSEMENT CODE: 142

07/25 CASH DISBURSEMENT 2,300.00-
PAID TO BALTIMORE HEBREW CONGREGATION
CHARITABLE CONTRIBUTION
T/A CHECK # 4556858
PAID FOR 52-1505784
BATCH NO. UB000506 TRANS NO. 03
DISBURSEMENT CODE: 142

08/03 CASH DISBURSEMENT 5,000.00-
PAID TO BALTIMORE SYMPHONY ORCHESTRA
CHARITABLE CONTRIBUTION
T/A CHECK # 4570425
PAID FOR 52-1505784
PER CLIENT REQ DTD 08/03/11
BATCH NO. UB000101 TRANS NO. 01
DISBURSEMENT CODE. 142

11/10 CASH DISBURSEMENT 2,500.00-
PAID TO MARYLAND FOOD BANK
CHARITABLE CONTRIBUTION
T/A CHECK # 4708012
PAID FOR 52-1505784
BATCH NO. UB000238 TRANS NO. 16
DISBURSEMENT CODE: 142

05/16 CASH DISBURSEMENT 2,500.00-
PAID TO NATIONAL MS SOCIETY/MARYLAND CHAPTER
CHARITABLE CONTRIBUTION
T/A CHECK # 5151424
PAID FOR 52-1505784
BATCH NO. UB000363 TRANS NO. 41
DISBURSEMENT CODE: 142

05/30 CASH DISBURSEMENT 2,000.00-
PAID TO ADVOCATES FOR CHILDREN & YOUTH
8 MARKET PLACE-FIFTH FLOOR
BALTIMORE MD 21202-4016
ATTN REBECCA WAGNER-EXEC DIRECTOR
CHARITABLE CONTRIBUTION
T/A CHECK # 5167277
PAID FOR 52-1505784
ORGANIZATIONAL SUPPORT
BATCH NO. UB000639 TRANS NO. 03
DISBURSEMENT CODE: 142

05/30 CASH DISBURSEMENT 85,000.00-
PAID TO THE ASSOCIATED
101 W. MT. ROYAL AVENUE

BALTIMORE MD 21201-5781
ATTN MICHAEL FRIEDMAN
CHARITABLE CONTRIBUTION
T/A CHECK # 5167302
PAID FOR 52-1505784
CHARITABLE SUPPORT
BATCH NO. UB000639 TRANS NO. 04
DISBURSEMENT CODE: 142

05/30 CASH DISBURSEMENT 2,500.00-
PAID TO BALTIMORE EDUCATIONAL SCHOLARSHIP TR
808 N. CHARLES STREET -200C
BALTIMORE MD 21201-5308
ATTN AMY JOHN, EXECUTIVE DIRECTOR
CHARITABLE CONTRIBUTION
T/A CHECK # 5167294
PAID FOR 52-1505784
SCHOLARSHIPS
BATCH NO. UB000639 TRANS NO. 05
DISBURSEMENT CODE: 142

05/30 CASH DISBURSEMENT 1,000.00-
PAID TO BALTIMORE MUSEUM OF ART
ART MUSEUM DRIVE
BALTIMORE MD 21218-3898
ATTN RANDI BENESCH, INDIV GIVING MGR
CHARITABLE CONTRIBUTION
T/A CHECK # 5167305
PAID FOR 52-1505784
INSTITUTIONAL SUPPORT
BATCH NO. UB000639 TRANS NO. 06
DISBURSEMENT CODE: 142

05/30 CASH DISBURSEMENT 20,000.00-
PAID TO BALTIMORE SYMPHONY ORCHESTRA
1212 CATHEDRAL STREET
BALTIMORE MD 21201
ATTN MARGARET BLAKE, BSO DEVELOPMENT
CHARITABLE CONTRIBUTION
T/A CHECK # 5167303
PAID FOR 52-1505784
ANNUAL CAMPAIGN
BATCH NO. UB000639 TRANS NO. 07
DISBURSEMENT CODE: 142

05/30 CASH DISBURSEMENT 7,500.00-
PAID TO BALTIMORE SYMPHONY ORCHESTRA
1212 CATHEDRAL STREET
BALTIMORE MD 21201
ATTN MARGARET BLAKE, BSO DEVELOPMENT
CHARITABLE CONTRIBUTION
T/A CHECK # 5167281
PAID FOR 52-1505784
GALA
BATCH NO. UB000639 TRANS NO 08
DISBURSEMENT CODE. 142

05/30 CASH DISBURSEMENT 500 00-
PAID TO MD CITIZENS FOR THE ARTS FOUNDATION
3600 CLIPPER MILL ROAD, SUITE 205
BALTIMORE MD 21211
ATTN JOHN SCHRATWIESER, EXEC DIR
CHARITABLE CONTRIBUTION
T/A CHECK # 5167309
PAID FOR 52-1505784
SUPPORT FOR THE ARTS
BATCH NO. UB000639 TRANS NO 09
DISBURSEMENT CODE: 142

05/30 CASH DISBURSEMENT 1,000.00-
PAID TO CENTER STAGE
700 NORTH CALVERT STREET
BALTIMORE MD 21202-3686
ATTN MICHAEL ROSS, MANAGING DIRECTOR
CHARITABLE CONTRIBUTION
T/A CHECK # 5167295
PAID FOR 52-1505784
INSTITUTIONAL SUPPORT
BATCH NO. UB000639 TRANS NO. 10
DISBURSEMENT CODE: 142

05/30 CASH DISBURSEMENT 1,000.00-
PAID TO CHESAPEAKE BAY FOUNDATION
PHILIP MERRILL ENVIRONMENTAL CENTER
6 HERNDON AVENUE
ANNAPOLIS, MD 21403
ATTN WILLIAM C. BAKER, PRESIDENT
CHARITABLE CONTRIBUTION
T/A CHECK # 5167313
PAID FOR 52-1505784
INSTITUTIONAL SUPPORT
BATCH NO. UB000639 TRANS NO. 11
DISBURSEMENT CODE. 142

05/30 CASH DISBURSEMENT 3,000.00-
PAID TO USS CONSTELLATION
CONSTELLATION DOCK 301 PRATT ST
PEIR ONE -PRATT STREET
BALTIMORE MD 21202
ATTN CHRISTOPHER ROWSON, EXEC DIR
CHARITABLE CONTRIBUTION
T/A CHECK # 5167306
PAID FOR 52-1505784
INSTITUTIONAL SUPPORT
BATCH NO. UB000639 TRANS NO. 12
DISBURSEMENT CODE: 142

05/30 CASH DISBURSEMENT 1,000.00-
PAID TO ENOCH PRATT LIBRARY
400 CATHEDRAL STREET
BALTIMORE MD 21201
ATTN DR. CARLA HAYDEN, EXEC DIR

CHARITABLE CONTRIBUTION
T/A CHECK # 5167289
PAID FOR 52-1505784
INSTITUTIONAL SUPPORT
BATCH NO. UB000639 TRANS NO. 13
DISBURSEMENT CODE: 142

05/30 CASH DISBURSEMENT 1,000.00-
PAID TO EVERYMAN THEATRE
1727 NORTH CHARLES STREET
BALTIMORE MD 21201-5801
ATTN IAN TRESSELT, MANAGING DIRECTOR
CHARITABLE CONTRIBUTION
T/A CHECK # 5167290
PAID FOR 52-1505784
INSTITUTIONAL SUPPORT
BATCH NO. UB000639 TRANS NO. 14
DISBURSEMENT CODE: 142

05/30 CASH DISBURSEMENT 250.00-
PAID TO MYERBERG SENIOR CENTER
3101 FALLSTAFF ROAD
BALTIMORE MD 21209
ATTN H. LINDA TROPE, EXEC DIRECTOR
CHARITABLE CONTRIBUTION
T/A CHECK # 5167296
PAID FOR 52-1505784
INSTITUTIONAL SUPPORT
BATCH NO. UB000639 TRANS NO. 15
DISBURSEMENT CODE· 142

05/30 CASH DISBURSEMENT 1,500.00-
PAID TO FUND FOR EDUCATIONAL EXCELLENCE PROG
800 N. CHARLES STREET- #400
BALTIMORE MD 21201
ATTN ROGER SCHULMAN, PRESIDENT & CEO
CHARITABLE CONTRIBUTION
T/A CHECK # 5167307
PAID FOR 52-1505784
BALTIMORE CITY SCHOOLS
BATCH NO. UB000639 TRANS NO. 16
DISBURSEMENT CODE: 142

05/30 CASH DISBURSEMENT 1,000.00-
PAID TO GENESISJOBS, INC.
A DIVISION OF GOODWILL INDUSTRIES
2211 MARYLAND AVENUE
BALTIMORE MD 21218
ATTN MARGE THOMAS & BRUCE E. LAWS
CHARITABLE CONTRIBUTION
T/A CHECK # 5167282
PAID FOR 52-1505784
INSTITUTIONAL SUPPORT
BATCH NO. UB000639 TRANS NO. 17
DISBURSEMENT CODE: 142

8056680706 TRP SHAWE FNDATN PRIN. CASH INCOME CASH

05/30 CASH DISBURSEMENT 1,000.00-
PAID TO INDEPENDENT COLLEGE FUND OF MARYLAND
3225 ELLERSLIE AVENUE - #C160
BALTIMORE MD 21218
ATTN RICK HABERSTICK, EXEC DIRECTOR
CHARITABLE CONTRIBUTION
T/A CHECK # 5167291
PAID FOR 52-1505784
URBAN SCHOLARS PROGRAM
BATCH NO. UB000639 TRANS NO. 18
DISBURSEMENT CODE: 142

05/30 CASH DISBURSEMENT 10,000.00-
PAID TO JOHNS HOPKINS HOSPITAL
THE SIDNEY KIMMEL CANCER CENTER
ONE CHARLES CENTER
BALTIMORE MD 21201
ATTN ELLEN STIFLER, DIRECTOR OF DEV
CHARITABLE CONTRIBUTION
T/A CHECK # 5167283
PAID FOR 52-1505784
BREAST CANCER RESEARCH
BATCH NO. UB000639 TRANS NO. 19
DISBURSEMENT CODE: 142

05/30 CASH DISBURSEMENT 50,000.00-
PAID TO JOHNS HOPKINS PROJECT RESTORE
100 N. CHARLES STREET - #402
BALTIMORE MD 21201
ATTN CHRISTOPHER GLICK, JH MEDICINE
CHARITABLE CONTRIBUTION
T/A CHECK # 5167292
PAID FOR 52-1505784
MS RESEARCH
BATCH NO. UB000639 TRANS NO. 20
DISBURSEMENT CODE: 142

05/30 CASH DISBURSEMENT 500.00-
PAID TO PRIDE OF BALTIMORE, INC.
1801 S, CLINTON STREET -#250
BALTIMORE MD 21224
ATTN LINDA CHRISTENSON, EXEC DIR
CHARITABLE CONTRIBUTION
T/A CHECK # 5167284
PAID FOR 52-1505784
INSTITUTIONAL SUPPORT
BATCH NO. UB000639 TRANS NO. 21
DISBURSEMENT CODE: 142

05/30 CASH DISBURSEMENT 5,000 00-
PAID TO SHEPPARD & ENOCH PRATT FOUNDATION
OFFICE OF PHILANTHROPY
6501 N. CHARLES STREET
BALTIMORE MD 21204
ATTN STEVEN V. TUTTLE, VP OF PHIL.
CHARITABLE CONTRIBUTION

T/A CHECK # 5167285
PAID FOR 52-1505784
ANNUAL CAMPAIGN
BATCH NO. UB000639 TRANS NO. 22
DISBURSEMENT CODE: 142

05/30 CASH DISBURSEMENT 8,000.00-
PAID TO SHEPPARD & ENOCH PRATT FOUNDATION
OFFICE OF PHILANTHROPY
6501 N CHARLES STREET
BALTIMORE MD 21204
ATTN STEVEN V. TUTTLE, VP OF PHIL.
CHARITABLE CONTRIBUTION
T/A CHECK # 5167311
PAID FOR 52-1505784
CAPITAL CAMPAIGN
BATCH NO. UB000639 TRANS NO. 23
DISBURSEMENT CODE: 142

05/30 CASH DISBURSEMENT 1,000.00-
PAID TO WYPR
2216 NORTH CHARLES STREET
BALTIMORE MD 21218-5715
ATTN ANTHONY S. BRANDON, PRES & GM
CHARITABLE CONTRIBUTION
T/A CHECK # 5167312
PAID FOR 52-1505784
ANNUAL CAMPAIGN
BATCH NO. UB000639 TRANS NO. 24
DISBURSEMENT CODE: 142

05/30 CASH DISBURSEMENT 5,500.00-
PAID TO DEPARTMENT OF OTOLARYNGOLOGY
JOHNS HOPKINS OUTPATIENT CENTER
601 N. CAROLINE STREE -6TH FLOOR
BALTIMORE MD 21287-0910
ATTN JOHN NIPARKO AND BELLE MASSEY
CHARITABLE CONTRIBUTION
T/A CHECK # 5167278
PAID FOR 52-1505784
INSTITUTIONAL SUPPORT
BATCH NO. UB000639 TRANS NO. 25
DISBURSEMENT CODE: 142

05/30 CASH DISBURSEMENT 5,000.00-
PAID TO BALTIMORE HEBREW CONGREGATION
7401 PARK HEIGHTS AVENUE
BALTIMORE MD 21208
CHARITABLE CONTRIBUTION
T/A CHECK # 5167279
PAID FOR 52-1505784
INSTITUTIONAL SUPPORT
BATCH NO. UB000639 TRANS NO. 26
DISBURSEMENT CODE: 142

05/30 CASH DISBURSEMENT 8,333.00-

8056680706 TRP SHAWE FNDATN PRIN. CASH INCOME CASH

PAID TO UNIVERSITY OF VIRGINIA
LAW SCHOOL FOUNDATION
580 MASSIE ROAD
CHARLOTTESVILLE VA 22903-1789
ATTN DAVID IBBEKEN
CHARITABLE CONTRIBUTION
T/A CHECK # 5167287
PAID FOR 52-1505784
INSTITUTIONAL SUPPORT (EARLE K. SHAWE
BATCH NO. UB000639 TRANS NO. 27
DISBURSEMENT CODE: 142

05/30 CASH DISBURSEMENT 5,000.00-
PAID TO BALTIMORE SCHOOL OF THE ARTS
712 CATHEDRAL STREET
BALTIMORE MD 21201
ATTN LESLIE SHEPARD, DIRECTOR
CHARITABLE CONTRIBUTION
T/A CHECK # 5167304
PAID FOR 52-1505784
INSTITUTIONAL SUPPORT
BATCH NO. UB000639 TRANS NO. 28
DISBURSEMENT CODE: 142

05/30 CASH DISBURSEMENT 1,000.00-
PAID TO ALZHEIMER'S ASSOCIATION
GREATER MARYLAND CHAPTER
1850 YORK ROAD -SUITE D
TIMONIUM MD 21093-5122
ATTN CASS NAUGLE, EXEC DIRECTOR
CHARITABLE CONTRIBUTION
T/A CHECK # 5167308
PAID FOR 52-1505784
INSTITUTIONAL SUPPORT
BATCH NO. UB000639 TRANS NO. 29
DISBURSEMENT CODE: 142

05/30 CASH DISBURSEMENT 5,000.00-
PAID TO TEACH FOR AMERICA -BALTIMORE
2601 N. HOWARD STREET -SUITE 300
BALTIMORE MD 21218
ATTN COURTNEY CASS, EXEC DIRECTOR
CHARITABLE CONTRIBUTION
T/A CHECK # 5167280
PAID FOR 52-1505784
PROJECT SUPPORT
BATCH NO. UB000639 TRANS NO. 30
DISBURSEMENT CODE: 142

05/30 CASH DISBURSEMENT 1,000.00-
PAID TO LEARNING, INC.
1234 W. 36TH STREET
BALTIMORE MD 21211
ATTN JUDITH FRIEDMAN, DIR OF DEV
CHARITABLE CONTRIBUTION
T/A CHECK # 5167288

8056680706 TRP SHAWE FNDATN PRIN. CASH INCOME CASH

PAID FOR 52-1505784
PROJECT SUPPORT
BATCH NO. UB000639 TRANS NO. 31
DISBURSEMENT CODE: 142

05/30 CASH DISBURSEMENT 1,000.00-
PAID TO PARKS & PEOPLE FOUNDATION
STIEFF SILVER BUILDING
800 WYMAN PARK DRIVE -SUITE 010
BALTIMORE MD 21211
ATNN JACQUELINE M. CARRERA, PRES
CHARITABLE CONTRIBUTION
T/A CHECK # 5167293
PAID FOR 52-1505784
PROGRAM SUPPORT
BATCH NO. UB000639 TRANS NO. 32
DISBURSEMENT CODE: 142

05/30 CASH DISBURSEMENT 10,000.00-
PAID TO BALTIMORE LEADERSHIP SCHOOL FOR &
YOUNG WOMEN
128 W FRANKLIN STREET
BALTIMORE MD 21203
ATTN LAURA GREE, DEVELOPMENT OFFICE
CHARITABLE CONTRIBUTION
T/A CHECK # 5167298
PAID FOR 52-1505784
PROGRAM SUPPORT
BATCH NO. UB000639 TRANS NO. 33
DISBURSEMENT CODE· 142

05/30 CASH DISBURSEMENT 7,500.00-
PAID TO AKSHAYA, USA
17359 E. CALEY PLACE
AURORA CO 80016
ATTN LATHA R. KALAGA
CHARITABLE CONTRIBUTION
T/A CHECK # 5167297
PAID FOR 52-1505784
ORGANIZATIONAL SUPPORT
REVERSED BY TRX 3 BATCH AL000144 ON 6/8/12
REVERSAL POSTED BY 59N
BATCH NO. UB000639 TRANS NO. 34
DISBURSEMENT CODE: 142

05/30 CASH DISBURSEMENT 2,500.00-
PAID TO THE SEED SCHOOL OF MARYLAND
200 FONT HILL AVENUE
BALTIMORE MD 21223
ATTN STEVE HADDAD
CHARITABLE CONTRIBUTION
T/A CHECK # 5167310
PAID FOR 52-1505784
PROGRAM SUPPORT
BATCH NO. UB000639 TRANS NO. 35
DISBURSEMENT CODE: 142

8056680706 TRP SHAWE FNDATN PRIN. CASH INCOME CASH

05/30 CASH DISBURSEMENT 10,000.00-
PAID TO WILLIAMS COLLEGE
75 PARK STREET
WILLIAMSTOWN MA 01267
ATTN LEW FISHER, 50TH REUNION
CHARITABLE CONTRIBUTION
T/A CHECK # 5167300
PAID FOR 52-1505784
SCHOLARSHIP ENDOWMENT
BATCH NO. UB000639 TRANS NO. 36
DISBURSEMENT CODE: 142

05/30 CASH DISBURSEMENT 6,000 00-
PAID TO MCDONOGH SCHOOL
8600 MCDONOGH ROAD
OWINGS MILLS MD 21117
ATTN BARRY ROLLINS '74
CHARITABLE CONTRIBUTION
T/A CHECK # 5167286
PAID FOR 52-1505784
INSTITUTIONAL SUPPORT
BATCH NO. UB000639 TRANS NO. 37
DISBURSEMENT CODE: 142

05/30 CASH DISBURSEMENT 2,500.00-
PAID TO KENSINGTON EDUCATION FOUNDATION
90 HIGHLAND BLVD
KENSINGTON CA 94708
ATTN NATALIE VAN LINDER & DENNIS
HARTIGAN-O'CONNOR
CHARITABLE CONTRIBUTION
T/A CHECK # 5167301
PAID FOR 52-1505784
INSTITUTIONAL SUPPORT
BATCH NO. UB000639 TRANS NO. 38
DISBURSEMENT CODE 142

05/30 CASH DISBURSEMENT 750.00-
PAID TO THE HORSE SHELTER
1012 MARQUEZ PLACE -#201B
SANTA FE NM 87505
CHARITABLE CONTRIBUTION
T/A CHECK # 5167299
PAID FOR 52-1505784
ORGANIZATIONAL SUPPORT (HAY)
BATCH NO. UB000639 TRANS NO. 39
DISBURSEMENT CODE: 142

06/01 CASH DISBURSEMENT 25,000.00-
PAID TO WALTERS ART MUSEUM
CHARITABLE CONTRIBUTION
T/A CHECK # 5171648
PAID FOR 52-1505784
CAPITAL CAMPAIGN
BATCH NO. UB000006 TRANS NO. 06

8056680706 TRP SHAWE FNDATN	PRIN. CASH	INCOME CASH
DISBURSEMENT CODE: 142		
06/04 CASH DISBURSEMENT	7,500.00-	
PAID TO SOME (SO OTHERS MIGHT EAT) CHARITABLE CONTRIBUTION T/A CHECK # 5173383 PAID FOR 52-1505784 BATCH NO. UB000040 TRANS NO. 11 DISBURSEMENT CODE: 142		
06/08 REVERSAL	7,500 00	
PAID TO AKSHAYA, USA 17359 E CALEY PLACE AURORA CO 80016 ATTN LATHA R. KALAGA CHARITABLE CONTRIBUTION T/A CHECK # 5167297 PAID FOR 52-1505784 ORGANIZATIONAL SUPPORT REVERSAL OF TRX 34 BATCH UB000639 FROM 5/30/12 REVERSAL POSTED BY 59N BATCH NO AL000144 TRANS NO. 03 DISBURSEMENT CODE: 142		
06/25 CASH DISBURSEMENT	800.00-	
PAID TO THE LEGAL TENDER CHARITABLE CONTRIBUTION T/A CHECK # 5202518 PAID FOR 52-1505784 BATCH NO. UB000520 TRANS NO. 14 DISBURSEMENT CODE· 142		
06/29 CASH DISBURSEMENT	4,500.00-	
PAID TO THE ASSOCIATED ATTN AMY BLOW 101 W. MT. ROYAL AVENUE BALTIMORE MD 21201 CHARITABLE CONTRIBUTION T/A CHECK # 5209637 PAID FOR 52-1505784 EARLE & ANNETTE SHAWE PHILANTHROPIC FUND#92-0122 BATCH NO. UB000649 TRANS NO. 06 DISBURSEMENT CODE: 142		
** SUMMARY FOR 07/01/11 THROUGH 06/30/12 **		
MISCELLANEOUS DISBURSEMENTS		
142 - CHARITABLE CONTRIBUTION	318,933.00-	0.00

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

➤ Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2011

Name of estate or trust: SHAWE FAMILY CHARITABLE FDN

Employer identification number: 52-1505784

Note: *Form 5227 filers need to complete **only** Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	6,063.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4	Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ➤	5	6,063.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	429,325.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9	Capital gain distributions	9	
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ➤	12	429,325.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D (Form 1041) 2011**

Part III Summary of Parts I and II **Caution:** *Read the instructions* **before** *completing this part.*		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13 Net short-term gain or (loss)	13			6,063.
14 Net long-term gain or (loss):				
a Total for year	14a			429,325.
b Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c 28% rate gain	14c			
15 **Total net gain or (loss).** Combine lines 13 and 14a ➤	15			435,388.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and* **do not** *complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the* **Capital Loss Carryover Worksheet,** *as necessary*

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a The loss on line 15, column (3) **or** b $3,000 . . . 16 ( )

Note: *If the loss on line 15, column (3), is more than $3,000,* **or** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* **Capital Loss Carryover Worksheet** *in the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the* **Schedule D Tax Worksheet** *in the instructions if:*

- *Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18 Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18		
19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20 Add lines 18 and 19	20		
21 If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ➤	21		
22 Subtract line 21 from line 20. If zero or less, enter -0-	22		
23 Subtract line 22 from line 17. If zero or less, enter -0-	23		
24 Enter the **smaller** of the amount on line 17 or $2,300	24		
25 Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ **No.** Enter the amount from line 23	25		
26 Subtract line 25 from line 24	26		
27 Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22	27		
28 Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29 Subtract line 28 from line 27	29		
30 Multiply line 29 by 15% (.15)		30	
31 Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)		31	
32 Add lines 30 and 31		32	
33 Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)		33	
34 **Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)		34	

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a

OMB No 1545-0092

2011

Name of estate or trust: SHAWE FAMILY CHARITABLE FDN

Employer identification number: 52-1505784

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 1. T ROWE PRICE ACCT - SEE ATTACHED	01/01/2012	06/30/2012	6,063.00		6,063.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b 6,063.00

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

SHAWE FAMILY CHARITABLE FDN

Employer identification number

52-1505784

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 600. CVS CAREMARK CORP	01/23/2009	07/15/2011	21,931.00	9,049.00	12,882.00
2500. BANK OF NEW YORK MEL	04/18/1996	08/10/2011	48,918.00	33,609.00	15,309.00
6000. MICROSOFT CORP	08/02/1993	08/19/2011	145,270.00	13,641.00	131,629.00
100. MARRIOTT VACATIONS WO	05/30/2007	11/23/2011	1,798.00	2,519.00	-721.00
100. MARRIOTT VACATIONS WO	12/27/2007	11/23/2011	1,800.00	2,341.00	-541.00
123. MARRIOTT VACATIONS WO	12/27/2007	11/29/2011	2,027.00	2,322.00	-295.00
2000. CISCO SYS INC	02/27/2004	12/22/2011	36,286.00	46,446.00	-10,160.00
1717. MARRIOTT INTL INC	05/30/2007	12/22/2011	50,609.00	72,485.00	-21,876.00
300. MONSANTO CO	08/11/2008	12/22/2011	21,246.00	32,352.00	-11,106.00
.3 MARRIOTT VACATIONS WORL	12/27/2007	12/29/2011	5.00	6.00	-1.00
1200. WAL MART STORES INC	04/22/2005	01/04/2012	71,736.00	56,215.00	15,521.00
800. ROYAL DUTCH SHELL PLC	02/07/1996	01/26/2012	57,220.00	28,155.00	29,065.00
2000. CORNING INC	09/28/1995	02/16/2012	27,502.00	15,659.00	11,843.00
500. AMGEN INC	03/05/2007	03/07/2012	33,241.00	31,051.00	2,190.00
848. ADOBE SYS INC	01/19/1996	03/21/2012	28,451.00	3,776.00	24,675.00
2000. GENERAL ELECTRIC CO	08/30/1995	03/21/2012	40,387.00	18,670.00	21,717.00
1400. INTEL CORP	12/23/1996	03/21/2012	38,966.00	5,228.00	33,738.00
1000. MICROSOFT CORP	08/02/1993	03/21/2012	32,000.00	2,273.00	29,727.00
500. 3M CO	09/16/1982	03/21/2012	44,530.00	3,877.00	40,653.00
380. CHEVRON CORPORATION	11/09/1987	03/23/2012	40,437.00	3,625.00	36,812.00
1500. MARATHON OIL CORPORA	03/08/1999	05/07/2012	39,929.00	9,559.00	30,370.00
. AOL TIME WARNER SECURITY		05/16/2012	17.00		17.00
1. T ROWE PRICE ACCT - SEE ATTACHED	01/01/1999	06/30/2012	37,877.00		37,877.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 429,325.00

STATEMENT OF CAPITAL GAINS AND LOSSES

NAME Shawe Family Charitable Fdn - T Rowe Price acct

DESCRIPTION	DATE ACQ	DATE SOLD	AMOUNT REALIZED	COST / BASIS	SHORT TERM GAIN (LOSS)	LONG TERM GAIN (LOSS)
L/T CAP GAIN DIV FROM TRP NEW INCOME FUND	01/01/99	12/07/11	3,964 99			3,964 99
S/T CAP GAIN DIV FROM TRP NEW INCOME FUND	01/01/11	12/07/11	1,982.49		1,982 49	
L/T CAP GAIN DIV FROM TRP NEW HORIZON FUND	01/01/99	12/15/11	28,861 65			28,861 65
S/T CAP GAIN DIV FROM TRP NEW HORIZON FUND	01/01/11	12/15/11	2,560 87		2,560 87	
S/T CAP GAIN DIV FROM TRP SPECTRUM INCOME FD	01/01/11	12/21/11	1,438 97		1,438 97	
6,561 25 SHS TRP NEW INCOME FUN	VARIOUS	05/23/12	63,972 15	58,921.74		5,050 41
618 24 SHS TRP NEW INCOME FUND	12/07/11	05/23/12	6,027 85	5,947 48	80 37	
				TOTALS	6,062.70	37,877 05