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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 09/01/11 **, and ending** 08/31/12

Name of foundation
Dover Foundation, Inc.

A Employer identification number
56-0769897

Number and street (or P O box number if mail is not delivered to street address)
Drawer 208

Room/suite

B Telephone number (see instructions)
704-487-8890

City or town, state and ZIP code
Shelby NC 28151

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 18,378,120

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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			0	
4	Dividends and interest from securities	553,512	553,512	0	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-104,013			
b	Gross sales price for all assets on line 6a 10,160,066				
7	Capital gain net income (from Part IV, line 2)		0		
8	Net short-term capital gain			0	
9	Income modifications				
10a	Gross sales less returns & allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) Stmt 1	-91,355	-91,355	0	
12	**Total.** Add lines 1 through 11	358,144	462,157	0	
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	24,000			21,600
14	Other employee salaries and wages	63,525			63,525
15	Pension plans, employee benefits	20,824			20,824
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) Stmt 2	16,000			16,000
c	Other professional fees (attach schedule) Stmt 3	99,695	99,695		
17	Interest				
18	Taxes (attach schedule) (see instructions) Stmt 4	16,093	16,093		
19	Depreciation (attach schedule) and depletion Stmt 5	3,000			
20	Occupancy	28,607			10,411
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (att sch) Stmt 6	9,699			4,867
24	**Total operating and administrative expenses.** Add lines 13 through 23	281,443	115,788	0	137,227
25	Contributions, gifts, grants paid	866,109			866,109
26	**Total expenses and disbursements.** Add lines 24 and 25	1,147,552	115,788	0	1,003,336
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	-789,408			
b	**Net investment income** (if negative, enter -0-)		346,369		
c	**Adjusted net income** (if negative, enter -0-)			0	

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Form 990-PF (2011) Dover Foundation, Inc. 56-0769897 Page **2**

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	63,063	105,730	105,730
	2	Savings and temporary cash investments	730,793	707,596	707,596
	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 (att schedule) ▶ Less allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule) Stmt 7	1,258,539	1,815,494	1,912,780
	b	Investments—corporate stock (attach schedule) See Stmt 8	11,279,480	10,854,657	11,346,499
	c	Investments—corporate bonds (attach schedule) See Stmt 9	1,810,972	1,490,923	1,714,952
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule) See Statement 10	3,000,857	2,404,624	2,496,813
	14	Land, buildings, and equipment basis ▶ 190,686 Less accumulated depreciation (attach sch) ▶ Stmt 11 96,936	96,750	93,750	93,750
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	18,240,454	17,472,774	18,378,120
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 ▶ See Statement 12)	23,402	45,130	
	23	**Total liabilities** (add lines 17 through 22)	23,402	45,130	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.** ▶ [X]			
	24	Unrestricted	18,217,052	17,427,644	
	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			
	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)	18,217,052	17,427,644	
	31	**Total liabilities and net assets/fund balances** (see instructions)	18,240,454	17,472,774	

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	18,217,052
2	Enter amount from Part I, line 27a	2	-789,408
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	17,427,644
5	Decreases not included in line 2 (itemize) ▶ See Statement 13	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	17,427,644

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	See Worksheet			
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				
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				
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	-104,013
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	-237,135

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	980,266	17,160,124	0.057125
2009	818,923	17,532,344	0.046709
2008	978,904	19,246,981	0.050860
2007	1,286,967	22,539,937	0.057097
2006	1,434,431	23,538,909	0.060939

2	**Total** of line 1, column (d)	2	0.272730
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	0.054546
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	18,256,246
5	Multiply line 4 by line 3	5	995,805
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,464
7	Add lines 5 and 6	7	999,269
8	Enter qualifying distributions from Part XII, line 4	8	1,003,336

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 ▶ [X] and enter 1% of Part I, line 27b	1	3,464
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	3,464
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	3,464
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 16,000		
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	16,000
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	12,536
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax ▶** 12,536 **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? N/A	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) ▶ NC			
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 ▶ NA

14 The books are in care of ▶ Hoyt Q. Bailey Telephone no ▶ 704-487-8888
PO Box 208
Located at ▶ Shelby NC ZIP+4 ▶ 28151

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)? N/A | 1b
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? N/A | 1c

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 instructions) N/A | 2b

c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here
▶ 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) N/A | 3b

			Yes	No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

5a During the year did the foundation pay or incur any amount to			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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)?	N/A	**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?	N/A ☐ 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**	X
If "Yes" to 6b, file Form 8870			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	**7b**	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (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 14				

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
Nancy Moore Shelby PO Box 208 NC 28151	Office Manag 40.00	63,525	0	0

Total number of other employees paid over $50,000 ▶ 0

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		
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 N/A	
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 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes				
a	Average monthly fair market value of securities			1a	18,356,114
b	Average of monthly cash balances			1b	84,396
c	Fair market value of all other assets (see instructions)			1c	93,750
d	**Total** (add lines 1a, b, and c)			1d	18,534,260
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0		
2	Acquisition indebtedness applicable to line 1 assets			2	0
3	Subtract line 2 from line 1d			3	18,534,260
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)			4	278,014
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	18,256,246
6	**Minimum investment return.** Enter 5% of line 5			6	912,812

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	912,812
2a	Tax on investment income for 2011 from Part VI, line 5	2a	3,464		
b	Income tax for 2011 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	3,464
3	Distributable amount before adjustments Subtract line 2c from line 1			3	909,348
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	909,348
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	909,348

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	1,003,336
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	1,003,336
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	3,464
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	999,872

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				909,348
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			331,272	
b Total for prior years 20____ , 20____ , 20____				
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f **Total** of lines 3a through e				
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 1,003,336				
a Applied to 2010, but not more than line 2a			331,272	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2011 distributable amount				672,064
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))				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 instructions				
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				237,284
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

Part XIV Private Operating Foundations (see 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 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))

N/A

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

N/A

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

Hoyt Q. Bailey 704-487-8888
P.O. Box 208 Shelby NC 28151

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

See Statement 15

c Any submission deadlines

None

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

N/A

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 Attached Schedule				866,109
Total			▶ **3a**	866,109
b Approved for future payment N/A				
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	553,512	
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			14	-91,355	
8 Gain or (loss) from sales of assets other than inventory			25	-104,013	
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)		0		358,144	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 358,144

(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)
N/A	

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
N/A			

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

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

▶ X [signature] X 3/14/13 ▶ President

Signature of officer or trustee — Date — Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed
Wesley E. Smith	Wesley E. Smith, CPA	03/09/13	

Firm's name ▶ Moyer, Smith & Roller, P.A., CPA's — PTIN P00051706

Firm's address ▶ 7229 Albemarle Road, Suite A, Charlotte, NC 28227 — Firm's EIN ▶ 56-1679377

Phone no 704-566-0222

Form **4562**

Department of the Treasury Internal Revenue Service (99)

Depreciation and Amortization
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

2011

Attachment Sequence No **179**

Name(s) shown on return: Dover Foundation, Inc.

Identifying number: 56-0769897

Business or activity to which this form relates: Indirect Depreciation

Part I Election To Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1	500,000
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,000,000
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property Enter the amount from line 29	7			
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7			8	
9	Tentative deduction Enter the **smaller** of line 5 or line 8			9	
10	Carryover of disallowed deduction from line 13 of your 2010 Form 4562			10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)			11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11			12	
13	Carryover of disallowed deduction to 2012 Add lines 9 and 10, less line 12 ▶	13			

Note: Do not use Part II or Part III below for listed property Instead, use Part V

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	3,000

Part III MACRS Depreciation (Do not include listed property) (See instructions)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2011	17	0
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

Section B—Assets Placed in Service During 2011 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only–see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2011 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions)

21	Listed property Enter amount from line 28	21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	3,000
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

For Paperwork Reduction Act Notice, see separate instructions. Form **4562** (2011)

DAA

There are no amounts for Page 2

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	455 sh Nexen Inc	P	10/30/53	07/23/12
(2)	70 sh General Electric Co	P	01/28/01	05/16/12
(3)	12 sh Fujifilm Hldgs Corp	P	03/03/06	12/01/11
(4)	104 sh Danaher Corp De	P	03/06/06	05/31/12
(5)	125 sh Danaher Corp De	P	03/06/06	12/01/11
(6)	30 sh Danaher Corp De	P	03/06/06	02/10/12
(7)	137 sh Wacoal Corp Adr	P	03/07/06	12/01/11
(8)	110 sh Pfizer Inc	P	03/08/06	12/01/11
(9)	1224 sh Telecom Italia Spa (New) Svg	P	03/08/06	08/02/12
(10)	125 sh Pfizer Inc	P	03/08/06	05/22/12
(11)	1684 sh Telecom Italia SPA Adr	P	03/08/06	12/01/11
(12)	24 sh Wacoal Cp Adr	P	03/08/06	08/02/12
(13)	40 sh Pfizer Inc	P	03/08/06	05/16/12
(14)	548 sh Shiseido Ltd Sponsored Adr	P	03/08/06	10/03/11
(15)	630 sh Pfizer Inc	P	03/08/06	11/11/11

	(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)
(1)	11,728		7,883	3,845
(2)	1,337		2,404	-1,067
(3)	2,682		3,565	-883
(4)	5,388		3,136	2,252
(5)	6,049		3,769	2,280
(6)	1,546		905	641
(7)	8,914		9,320	-406
(8)	2,209		2,877	-668
(9)	8,011		30,758	-22,747
(10)	2,812		3,269	-457
(11)	16,130		42,317	-26,187
(12)	1,387		1,634	-247
(13)	904		1,046	-142
(14)	10,591		9,274	1,317
(15)	12,583		16,475	-3,892

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))
(1)				3,845
(2)				-1,067
(3)				-883
(4)				2,252
(5)				2,280
(6)				641
(7)				-406
(8)				-668
(9)				-22,747
(10)				-457
(11)				-26,187
(12)				-247
(13)				-142
(14)				1,317
(15)				-3,892

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	79 sh Wacoal Corp Adr	P	03/08/06	12/01/11
(2)	892 sh Alumina Ltd Sponsored Adr	P	03/08/06	12/01/11
(3)	110 sh Swisscom Ag Spons Adr	P	03/09/06	05/16/12
(4)	432 sh Swisscom Ag Adr	P	03/09/06	08/02/12
(5)	5214 sh Swisscom Ag Spons Adr	P	03/09/06	12/01/11
(6)	11 sh Travelers Companies Inc	P	05/03/06	05/16/12
(7)	154 sh Royal Dutch Shell Plc Adr	P	05/03/06	10/06/11
(8)	305 sh Fujifilm Hldgs Corp	P	05/03/06	12/01/11
(9)	314 sh Danaher Corp De	P	05/03/06	05/31/12
(10)	390 sh Fujifilm Hldgs Corp Adr	P	05/03/06	08/02/12
(11)	4 sh Travelers Companies Inc	P	05/03/06	01/23/12
(12)	7 sh Travelers Companies Inc	P	05/03/06	10/28/11
(13)	8 sh Travelers Companies Inc	P	05/03/06	08/23/12
(14)	81 sh Travelers Companies Inc	P	05/03/06	12/01/11
(15)	88 sh Korea Elec Pwr Corp Sp Adr	P	05/03/06	12/01/11

	(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)
(1)	5,140		5,380	-240
(2)	5,176		17,319	-12,143
(3)	4,072		3,470	602
(4)	16,956		13,626	3,330
(5)	19,522		16,433	3,089
(6)	703		504	199
(7)	9,779		11,086	-1,307
(8)	7,305		10,612	-3,307
(9)	16,268		10,134	6,134
(10)	5,017		10,090	-5,073
(11)	245		183	62
(12)	415		321	94
(13)	519		367	152
(14)	4,457		3,713	744
(15)	960		2,058	-1,098

	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))
(1)				-240
(2)				-12,143
(3)				602
(4)				3,330
(5)				3,089
(6)				199
(7)				-1,307
(8)				-3,307
(9)				6,134
(10)				-5,073
(11)				62
(12)				94
(13)				152
(14)				744
(15)				-1,098

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Form 990-PF	Capital Gains and Losses for Tax on Investment Income For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12	2011

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	295 sh Pfizer Inc	P	05/04/06	05/22/12
(2)	940 sh Telecom Italia Spa (New) Svgs	P	05/11/06	08/02/12
(3)	55 sh Newcrest Mining Lts Spon Adr	P	07/06/06	12/01/11
(4)	7 sh Honeywell Intl Inc	P	07/10/06	12/01/11
(5)	108 sh Wacoal Cp Adr	P	07/28/06	08/02/12
(6)	2249 sh Dai Nipppn Prgt Ltd Japan	P	07/28/06	08/02/12
(7)	251 sh Dai Nippon Prtg Ltd Japan	P	07/28/06	02/09/12
(8)	147 sh Vodafone Group PLC Spons Adr	P	08/03/06	12/01/11
(9)	141 sh Alumina Ltd Sponsored Adr	P	08/07/06	12/01/11
(10)	354 sh Alumina Ltd Sponsored Adr	P	08/08/06	12/01/11
(11)	2 sh Meadwestvaco Corp	P	09/27/06	11/17/11
(12)	2 sh Meadwestvaco Corp	P	09/27/06	04/26/12
(13)	21 sh Meadwestvaco Corp	P	09/27/06	01/09/12
(14)	27 sh Meadwestvaco Corp	P	09/27/06	10/28/11
(15)	6 sh Meadwestvaco Corp	P	09/27/06	02/14/12

	(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)
(1)	6,637		7,449	-812
(2)	6,152		25,196	-19,044
(3)	1,985		910	1,075
(4)	379		274	105
(5)	6,241		6,950	-709
(6)	16,417		34,794	-18,377
(7)	2,624		3,883	-1,259
(8)	4,004		3,198	806
(9)	818		2,768	-1,950
(10)	2,054		6,945	-4,891
(11)	59		54	5
(12)	63		54	9
(13)	617		563	54
(14)	778		723	55
(15)	179		161	18

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))
(1)				-812
(2)				-19,044
(3)				1,075
(4)				105
(5)				-709
(6)				-18,377
(7)				-1,259
(8)				806
(9)				-1,950
(10)				-4,891
(11)				5
(12)				9
(13)				54
(14)				55
(15)				18

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Form 990-PF	Capital Gains and Losses for Tax on Investment Income For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12	2011

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	62 sh Meadwestvaco Corp	P	09/27/06	12/01/11
(2)	133 sh Korea Elec Pwr Corp Sp Adr	P	10/09/06	12/01/11
(3)	321 sh Korea Elec Pwr Corp Sp Adr	P	10/12/06	12/01/11
(4)	83 sh Korea Elec Pwr Corp Sp Adr	P	10/13/06	12/01/11
(5)	166 sh Korea Elec Pwr Corp Sp Adr	P	10/16/06	12/01/11
(6)	34 sh Korea Elec Pwr Corp Sp Adr	P	10/17/06	12/01/11
(7)	370 sh Korea Electric Power Corp Ads	P	10/17/06	08/02/12
(8)	181 sh Oracle Corp	P	11/09/06	12/01/11
(9)	40 sh Oracle Corp	P	11/09/06	08/22/12
(10)	8 sh Chevron Corp	P	11/13/06	12/01/11
(11)	0.2561 sh Acco Brands Corp-cash in l	P	11/16/06	05/01/12
(12)	100 sh AT&T Inc	P	11/16/06	12/01/11
(13)	12 sh Meadwestvaco Corp	P	11/16/06	04/26/12
(14)	13 sh Meadwestvaco Corp	P	11/16/06	05/16/12
(15)	16.185 sh Acco Brands Corp	P	11/16/06	05/24/12

	(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)
(1)	1,840		1,661	179
(2)	1,451		2,560	-1,109
(3)	3,503		6,305	-2,802
(4)	906		1,647	-741
(5)	1,811		3,279	-1,468
(6)	371		668	-297
(7)	4,102		7,273	-3,171
(8)	5,682		3,388	2,294
(9)	1,268		749	519
(10)	814		556	258
(11)	3		5	-2
(12)	2,874		3,266	-392
(13)	378		348	30
(14)	359		336	23
(15)	153		155	-2

	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	
(1)				179
(2)				-1,109
(3)				-2,802
(4)				-741
(5)				-1,468
(6)				-297
(7)				-3,171
(8)				2,294
(9)				519
(10)				258
(11)				-2
(12)				-392
(13)				30
(14)				23
(15)				-2

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	17 sh AT&T Inc	P	11/16/06	05/16/12
(2)	5 sh Acco Brands Corp	P	11/16/06	05/16/12
(3)	0.2757 sh Acco Brands Corp-cash in l	P	11/27/06	05/01/12
(4)	22.815 sh Acco Brands Corp	P	11/27/06	05/24/12
(5)	248 sh Danaher Corp De	P	11/27/06	05/31/12
(6)	33 sh Chevron Corp	P	11/27/06	12/01/11
(7)	54 sh Honeywell Intl Inc	P	11/27/06	12/01/11
(8)	17 sh Cenrais Eletricas Brasileiras	P	01/26/07	12/01/11
(9)	296 sh Cenrais Eletricas Brasileiras	P	01/29/07	12/01/11
(10)	152 sh Cenrais Eletricas Brasileiras	P	01/30/07	12/01/11
(11)	56 sh Cenrais Eletricas Brasileiras	P	01/31/07	12/01/11
(12)	1 sh Chevron Corp	P	02/06/07	02/28/12
(13)	18 sh JP Morgan Chase & Co	P	02/06/07	12/01/11
(14)	19 sh JP Morgan Chase & Co	P	02/06/07	11/03/11
(15)	21 sh Chevron Corp	P	02/06/07	12/12/11

	(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)
(1)	566		555	11
(2)	51		48	3
(3)	3		5	-2
(4)	216		218	-2
(5)	12,849		9,061	3,788
(6)	3,356		2,287	1,069
(7)	2,921		2,279	642
(8)	231		189	42
(9)	4,015		3,260	755
(10)	2,062		1,680	382
(11)	760		622	138
(12)	110		73	37
(13)	544		918	-374
(14)	644		969	-325
(15)	2,136		1,536	600

	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))
(1)				11
(2)				3
(3)				-2
(4)				-2
(5)				3,788
(6)				1,069
(7)				642
(8)				42
(9)				755
(10)				382
(11)				138
(12)				37
(13)				-374
(14)				-325
(15)				600

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	6 sh Chevron Corp	P	02/06/07	01/31/12
(2)	76 sh American Electric Power Co Inc	P	02/06/07	12/01/11
(3)	9 sh Chevron Corp	P	02/06/07	05/16/12
(4)	16 sh JP Morgan Chase & Co	P	02/09/07	05/11/12
(5)	97 sh JP Morgan Chase & Co	P	02/09/07	12/01/11
(6)	73 sh Kraft Foods Inc Class A	P	02/13/07	12/01/11
(7)	167 sh Royal Dutch Shell Plc Adr	P	02/27/07	10/06/11
(8)	0.3478 sh Southern Copper Corp Del	P	03/20/07	02/28/12
(9)	123 sh Southern Copper Corp Del	P	03/20/07	12/01/11
(10)	28 sh Southern Copper Corp Del	P	03/20/07	08/22/12
(11)	29 sh Southern Copper Corp Del	P	03/20/07	02/10/12
(12)	10 sh Kraft Foods Inc Class A	P	03/30/07	05/31/12
(13)	12 sh Kraft Foods Inc Class A	P	03/30/07	03/16/12
(14)	18 sh Kraft Foods Inc Class A	P	03/30/07	05/16/12
(15)	2 sh JP Morgan Chase & Co	P	03/30/07	05/16/12

	(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)
(1)	624		439	185
(2)	3,017		3,420	-403
(3)	903		658	245
(4)	605		804	-199
(5)	2,934		4,872	-1,938
(6)	2,666		2,511	155
(7)	10,604		11,227	-623
(8)	11		8	3
(9)	3,811		2,886	925
(10)	907		650	257
(11)	976		680	296
(12)	383		314	69
(13)	461		377	84
(14)	697		565	132
(15)	72		96	-24

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))
(1)				185
(2)				-403
(3)				245
(4)				-199
(5)				-1,938
(6)				155
(7)				-623
(8)				3
(9)				925
(10)				257
(11)				296
(12)				69
(13)				84
(14)				132
(15)				-24

Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 | **2011**

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	25 sh JP Morgan Chase & Co	P	03/30/07	05/11/12
(2)	60 sh Kraft Foods Inc Class A	P	03/30/07	12/01/11
(3)	10 sh Honeywell Intl Inc	P	04/18/07	01/18/12
(4)	10 sh Honeywell Intl Inc	P	04/18/07	05/16/12
(5)	10 sh Kimberly Clark Corp	P	04/18/07	12/01/11
(6)	14 sh American Electric Power Co	P	04/18/07	05/16/12
(7)	14 sh American Electric Power Co Inc	P	04/18/07	12/01/11
(8)	24 sh Honeywell Intl Inc	P	04/18/07	12/01/11
(9)	3 sh Honeywell Intl Inc	P	04/18/07	06/22/12
(10)	5 sh Honeywell Intl Inc	P	04/18/07	12/30/11
(11)	6 sh Intl Business Machines Corp	P	04/18/07	09/13/11
(12)	9 sh American Electric Power Co	P	04/18/07	04/02/12
(13)	73 sh Pfizer Inc	P	04/20/07	12/01/11
(14)	154 sh Cenrais Eletricas Brasileiras	P	06/07/07	12/01/11
(15)	316 sh Cenrais Eletricas Brasileiras	P	06/08/07	12/01/11

	(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)
(1)	945		1,202	-257
(2)	2,192		1,883	309
(3)	581		478	103
(4)	573		478	95
(5)	715		718	-3
(6)	527		694	-167
(7)	556		694	-138
(8)	1,298		1,148	150
(9)	166		143	23
(10)	274		239	35
(11)	971		568	403
(12)	350		446	-96
(13)	1,465		1,968	-503
(14)	2,089		1,937	152
(15)	4,287		3,905	382

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))
(1)				-257
(2)				309
(3)				103
(4)				95
(5)				-3
(6)				-167
(7)				-138
(8)				150
(9)				23
(10)				35
(11)				403
(12)				-96
(13)				-503
(14)				152
(15)				382

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Form 990-PF	Capital Gains and Losses for Tax on Investment Income For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12	2011

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	383 sh Cenrais Eletricas Brasileiras	P	06/12/07	12/01/11
(2)	323 sh Nippon Tel & Tel Spon Adr	P	06/18/07	12/01/11
(3)	744 sh Nippon Tel & Tel Spon Adr	P	06/18/07	10/04/11
(4)	51 sh Time Warner Inc	P	06/20/07	12/01/11
(5)	9 sh Time Warner Inc	P	06/20/07	05/16/12
(6)	186 sh Pfizer Inc	P	07/18/07	12/01/11
(7)	31 sh Pfizer Inc	P	07/18/07	05/16/12
(8)	19 sh Wacoal Cp Adr	P	07/19/07	08/02/12
(9)	24 sh Wacoal Cp Adr	P	07/20/07	08/02/12
(10)	41 sh Wacoal Cp Adr	P	07/23/07	08/02/12
(11)	20 sh Wacoal Cp Adr	P	07/24/07	08/02/12
(12)	1 sh Intl Business Machines Corp	P	07/31/07	09/13/11
(13)	10 sh Intl Business Machines Corp	P	07/31/07	09/27/11
(14)	15 sh Intl Business Machines Corp	P	07/31/07	09/21/11
(15)	8 sh Intl Business Machines Corp	P	07/31/07	09/15/11

	(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)
(1)	5,196		4,909	287
(2)	7,869		7,340	529
(3)	17,403		16,907	496
(4)	1,748		2,355	-607
(5)	319		416	-97
(6)	3,732		4,693	-961
(7)	702		782	-80
(8)	1,098		1,171	-73
(9)	1,387		1,476	-89
(10)	2,369		2,531	-162
(11)	1,156		1,245	-89
(12)	162		113	49
(13)	1,786		1,131	655
(14)	2,657		1,697	960
(15)	1,351		905	446

	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	
(1)				287
(2)				529
(3)				496
(4)				-607
(5)				-97
(6)				-961
(7)				-80
(8)				-73
(9)				-89
(10)				-162
(11)				-89
(12)				49
(13)				655
(14)				960
(15)				446

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11, and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	645 sh Centrais Elec Bras Sp Adr Cm	P	08/10/07	08/02/12
(2)	725 sh Panasonic Corp	P	08/17/07	12/01/11
(3)	142 sh Cameron International Corp	P	09/06/07	12/01/11
(4)	147 sh Cameron International Corp	P	09/06/07	01/18/12
(5)	680 sh Cameron International Corp	P	09/07/07	01/18/12
(6)	193 sh Panasonic Corp Spons Adr	P	09/12/07	08/02/12
(7)	627 sh Panasonic Corp	P	09/12/07	12/01/11
(8)	5 sh Intl Business Machines Corp	P	09/26/07	09/28/11
(9)	6 sh Intl Business Machines Corp	P	09/26/07	09/27/11
(10)	2 sh Intl Business Machines Corp	P	09/28/07	09/28/11
(11)	5885 sh Sanofi Spons Adr	P	10/03/07	12/01/11
(12)	532 sh Sekisui House Unspons Adr	P	10/09/07	12/01/11
(13)	1050 sh Nippon Tel & Tel Spon Adr	P	10/18/07	12/01/11
(14)	173 sh Nippon Telegraph&Telephone Ad	P	10/18/07	08/02/12
(15)	202 sh Nippon Tel & Tel Spon Adr	P	10/18/07	05/16/12

	(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)
(1)	4,111		7,836	-3,725
(2)	6,881		12,827	-5,946
(3)	7,592		6,091	1,501
(4)	7,778		6,305	1,473
(5)	35,980		28,835	7,145
(6)	1,407		3,377	-1,970
(7)	5,951		10,972	-5,021
(8)	901		589	312
(9)	1,072		707	365
(10)	361		235	126
(11)	20,522		24,863	-4,341
(12)	4,560		6,440	-1,880
(13)	25,581		23,946	1,635
(14)	4,005		3,945	60
(15)	4,394		4,607	-213

	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))
(1)				-3,725
(2)				-5,946
(3)				1,501
(4)				1,473
(5)				7,145
(6)				-1,970
(7)				-5,021
(8)				312
(9)				365
(10)				126
(11)				-4,341
(12)				-1,880
(13)				1,635
(14)				60
(15)				-213

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** — **2011**

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	1 sh Intl Business Machines Corp	P	11/14/07	09/28/11
(2)	14 sh Intl Business Machines Corp	P	11/14/07	09/29/11
(3)	14 sh Intl Business Machines Corp	P	11/14/07	09/30/11
(4)	726 sh MS&AD Insurance Unspon Adr	P	11/21/07	12/01/11
(5)	1158 sh MS&AD Insurance Unspon Adr	P	12/05/07	12/01/11
(6)	12 sh Tyco Intl Ltd Chf	P	12/27/07	05/16/12
(7)	16 sh TE Connectivity Ltd-Chf	P	12/27/07	11/30/11
(8)	78 sh Tyco Intl Ltd Chf	P	12/27/07	12/01/11
(9)	11 sh Pfizer Inc	P	12/31/07	05/16/12
(10)	218 sh Comcast Corp Cl A	P	12/31/07	12/01/11
(11)	25 sh Comcast Corp Cl A	P	12/31/07	05/15/12
(12)	27 sh Comcast Corp Cl A	P	12/31/07	05/16/12
(13)	129 sh Cenrais Eletricas Brasileiras	P	01/03/08	12/01/11
(14)	0.1 sh Sumitomo Mitsu Tr Spon Adr-ca	P	01/11/08	09/01/11
(15)	195 sh UBS AG New	P	01/18/08	12/01/11

	(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)
(1)	180		105	75
(2)	2,525		1,468	1,057
(3)	2,465		1,468	997
(4)	7,065		13,381	-6,316
(5)	11,269		20,929	-9,660
(6)	649		481	168
(7)	506		605	-99
(8)	3,689		3,126	563
(9)	249		250	-1
(10)	4,922		3,984	938
(11)	730		457	273
(12)	782		493	289
(13)	1,750		1,696	54
(14)	3			3
(15)	2,358		7,603	-5,245

	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))
(1)				75
(2)				1,057
(3)				997
(4)				-6,316
(5)				-9,660
(6)				168
(7)				-99
(8)				563
(9)				-1
(10)				938
(11)				273
(12)				289
(13)				54
(14)				3
(15)				-5,245

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 | **2011**

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	514 sh UBS AG New	P	01/18/08	12/01/11
(2)	125 sh Amgen Inc	P	01/22/08	12/01/11
(3)	40 sh Amgen Inc	P	01/22/08	07/26/12
(4)	55 sh Amgen Inc	P	01/22/08	05/16/12
(5)	2 sh Kimberly Clark Corp	P	01/28/08	03/07/12
(6)	2 sh Kimberly Clark Corp	P	01/28/08	06/27/12
(7)	25 sh General Electric Co	P	01/28/08	12/01/11
(8)	3 sh Kimberly Clark Corp	P	01/28/08	06/19/12
(9)	3 sh Kimberly Clark Corp	P	01/28/08	06/25/12
(10)	4 sh Kimberly Clark Corp	P	01/28/08	05/22/12
(11)	4 sh Kimberly Clark Corp	P	01/28/08	05/31/12
(12)	4 sh Kimberly Clark Corp	P	01/28/08	06/19/12
(13)	4 sh Kimberly Clark Corp	P	01/28/08	06/26/12
(14)	44 sh Kimberly Clark Corp	P	01/28/08	12/01/11
(15)	5 sh Kimberly Clark Corp	P	01/28/08	02/06/12

	(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)
(1)	6,216		19,439	-13,223
(2)	7,232		5,715	1,517
(3)	3,167		1,829	1,338
(4)	3,908		2,515	1,393
(5)	143		127	16
(6)	164		127	37
(7)	395		859	-464
(8)	249		191	58
(9)	243		191	52
(10)	316		255	61
(11)	318		255	63
(12)	332		255	77
(13)	325		255	70
(14)	3,144		2,804	340
(15)	362		319	43

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))
(1)				-13,223
(2)				1,517
(3)				1,338
(4)				1,393
(5)				16
(6)				37
(7)				-464
(8)				58
(9)				52
(10)				61
(11)				63
(12)				77
(13)				70
(14)				340
(15)				43

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 | **2011**

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	5 sh Kimberly Clark Corp	P	01/28/08	06/19/12
(2)	7 sh Kimberly Clark Corp	P	01/28/08	05/16/12
(3)	8 sh Kimberly Clark Corp	P	01/28/08	04/19/12
(4)	8 sh Kimberly Clark Corp	P	01/28/08	05/30/12
(5)	9 sh Kimberly Clark Corp	P	01/28/08	06/15/12
(6)	1225 sh Gold Fields Ltd Spons Adr	P	02/06/08	10/05/11
(7)	375 sh Gold Fields Ltd Spons Adr	P	02/06/08	12/01/11
(8)	211 sh Royal Dutch Shell Plc Adr	P	02/14/08	10/06/11
(9)	29 sh SK Telecom Ltd Spon Adr	P	02/19/08	12/01/11
(10)	193 sh UBS Ag New	P	02/29/08	08/02/12
(11)	201 sh UBS AG New	P	02/29/08	12/01/11
(12)	91 sh UBS AG New	P	02/29/08	05/16/12
(13)	565 sh Fujifilm Hldgs Corp Adr	P	03/04/08	08/02/12
(14)	2970 sh Sumitomo Trust & Banking Co	P	03/07/08	09/01/11
(15)	1394 sh Sekisui House Unspons Adr	P	03/10/08	12/01/11

	(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)
(1)	416		319	97
(2)	558		446	112
(3)	603		510	93
(4)	636		510	126
(5)	743		574	169
(6)	18,215		17,015	1,200
(7)	6,428		5,209	1,219
(8)	13,398		14,842	-1,444
(9)	429		657	-228
(10)	1,969		6,015	-4,046
(11)	2,431		6,264	-3,833
(12)	1,038		2,836	-1,798
(13)	9,774		20,704	-10,930
(14)			3,654	-3,654
(15)	11,947		12,449	-502

	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	
(1)				97
(2)				112
(3)				93
(4)				126
(5)				169
(6)				1,200
(7)				1,219
(8)				-1,444
(9)				-228
(10)				-4,046
(11)				-3,833
(12)				-1,798
(13)				-10,930
(14)				-3,654
(15)				-502

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	254 sh Sekisui House Unspons Adr	P	03/10/08	04/25/12
(2)	645 sh Sekisui House Ltd Adr	P	03/10/08	08/02/12
(3)	10 sh JP Morgan Chase & Co	P	03/17/08	07/20/12
(4)	1275 sh Korea Electric Power Corp Ad	P	03/17/08	08/02/12
(5)	24 sh TE Connectivity Ltd-Chf	P	03/17/08	11/30/11
(6)	40 sh TE Connectivity Ltd-Chf	P	03/17/08	12/01/11
(7)	90 sh JP Morgan Chase & Co	P	03/17/08	12/01/11
(8)	95 sh JP Morgan Chase & Co	P	03/17/08	05/16/12
(9)	401 sh Angloglod Ashanti Ltd	P	03/19/08	12/01/11
(10)	319 sh Tenet Healthcare Corp	P	03/26/08	12/01/11
(11)	100 sh Diageo Plc Spon Adr	P	03/31/08	12/01/11
(12)	100 sh Ingersoll-Rand Public Ltd	P	03/31/08	12/01/11
(13)	100 sh Vale S A Spon Adr	P	03/31/08	12/01/11
(14)	140 sh Trican Well Service Ltd	P	03/31/08	12/01/11
(15)	150 sh BASF SE Common Stock	P	03/31/08	12/01/11

	(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)
(1)	2,347		2,268	79
(2)	5,906		5,733	173
(3)	340		400	-60
(4)	14,134		17,852	-3,718
(5)	759		751	8
(6)	1,251		1,252	-1
(7)	2,749		3,599	-850
(8)	3,496		3,798	-302
(9)	19,459		13,411	6,048
(10)	1,511		1,679	-168
(11)	8,483		8,122	361
(12)	3,352		4,600	-1,248
(13)	2,320		3,443	-1,123
(14)	2,471		2,879	-408
(15)	10,741		10,148	593

	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))
(1)				79
(2)				173
(3)				-60
(4)				-3,718
(5)				8
(6)				-1
(7)				-850
(8)				-302
(9)				6,048
(10)				-168
(11)				361
(12)				-1,248
(13)				-1,123
(14)				-408
(15)				593

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Form 990-PF	Capital Gains and Losses for Tax on Investment Income For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12	2011

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	150 sh British American Tobacco Plc	P	03/31/08	12/01/11
(2)	150 sh Brookfield Asset Mgmt Inc	P	03/31/08	12/01/11
(3)	150 sh Core Laboratories N V	P	03/31/08	12/01/11
(4)	150 sh Tenaris S A Sponsored Adr	P	03/31/08	12/01/11
(5)	200 sh Canadian Natl Railway Co	P	03/31/08	12/01/11
(6)	200 sh Canadian Pacific Railway	P	03/31/08	12/01/11
(7)	200 sh Novartis Ag Adr	P	03/31/08	12/01/11
(8)	200 sh Schlumberger Ltd	P	03/31/08	12/01/11
(9)	200 sh Talisman Energy Inc	P	03/31/08	12/01/11
(10)	250 sh Canadian Natural Res Ltd	P	03/31/08	12/01/11
(11)	250 sh Cooper Industries PLC	P	03/31/08	12/01/11
(12)	300 sh Unilever NV NY Shs	P	03/31/08	12/01/11
(13)	390 sh Teck Resources Ltd Cl B	P	03/31/08	12/01/11
(14)	450 sh BHP Billiton Ltd Spons Adr	P	03/31/08	12/01/11
(15)	450 sh Nestle S A Sponsored Adr	P	03/31/08	12/01/11

	(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)
(1)	13,927		11,348	2,579
(2)	4,153		4,013	140
(3)	17,618		8,811	8,807
(4)	5,582		7,376	-1,794
(5)	15,451		9,572	5,879
(6)	12,029		12,806	-777
(7)	10,903		10,246	657
(8)	15,012		17,244	-2,232
(9)	2,733		3,492	-759
(10)	9,359		8,426	933
(11)	13,770		9,703	4,067
(12)	10,075		10,108	-33
(13)	25,424		28,213	-2,789
(14)	33,416		29,399	4,017
(15)	25,389		22,536	2,853

	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	
(1)				2,579
(2)				140
(3)				8,807
(4)				-1,794
(5)				5,879
(6)				-777
(7)				657
(8)				-2,232
(9)				-759
(10)				933
(11)				4,067
(12)				-33
(13)				-2,789
(14)				4,017
(15)				2,853

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Form 990-PF — Capital Gains and Losses for Tax on Investment Income — 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	450 sh Noble Corporation-CHF	P	03/31/08	12/01/11
(2)	450 sh Potash Corp Sask Inc	P	03/31/08	12/01/11
(3)	333 sh Gold Fields Ltd Spons Adr	P	04/08/08	12/01/11
(4)	110 sh General Electric Co	P	04/23/08	05/16/12
(5)	293 sh SK Telecom Ltd Spon Adr	P	04/23/08	12/01/11
(6)	750 sh General Electric Co	P	04/23/08	07/26/12
(7)	244 sh SK Telecom Ltd Spon Adr	P	04/29/08	12/01/11
(8)	70 sh Health Net Inc	P	05/02/08	12/01/11
(9)	13 sh GAP Inc Delaware	P	05/05/08	03/02/12
(10)	144 sh GAP Inc Delaware	P	05/05/08	12/01/11
(11)	15 sh Health Net Inc	P	05/05/08	08/07/12
(12)	250 sh Health Net Inc	P	05/05/08	12/01/11
(13)	3 sh Gap Inc	P	05/05/08	05/11/12
(14)	43 sh Dell Inc	P	05/19/08	09/29/11
(15)	0.0031 sh Southern Copper Corp Del	P	05/20/08	02/28/12

	(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)
(1)	15,588		21,784	-6,196
(2)	19,639		22,920	-3,281
(3)	5,708		4,619	1,089
(4)	2,101		3,582	-1,481
(5)	4,339		6,434	-2,095
(6)	15,255		24,424	-9,169
(7)	3,613		5,422	-1,809
(8)	2,172		2,024	148
(9)	320		237	83
(10)	2,712		2,620	92
(11)	282		438	-156
(12)	7,757		7,306	451
(13)	85		55	30
(14)	630		917	-287
(15)	1		1	

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))
(1)				-6,196
(2)				-3,281
(3)				1,089
(4)				-1,481
(5)				-2,095
(6)				-9,169
(7)				-1,809
(8)				148
(9)				83
(10)				92
(11)				-156
(12)				451
(13)				30
(14)				-287
(15)				

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Form **990-PF** | **Capital Gains and Losses for Tax on Investment Income** | **2011**

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	34 sh Danaher Corp De	P	05/20/08	05/31/12
(2)	213 sh Sanofi Spons Adr	P	05/21/08	03/08/12
(3)	70 sh Sanofi Adr	P	05/21/08	08/02/12
(4)	82 sh Sanofi Spons Adr	P	05/21/08	05/16/12
(5)	84 sh Sanofi Spons Adr	P	05/21/08	12/01/11
(6)	356 sh Gold Fields Ltd Sp Adr	P	05/22/08	08/02/12
(7)	704 sh Gold Fields Ltd Spons Adr	P	05/22/08	12/01/11
(8)	10 sh Gap Inc	P	05/28/08	08/30/12
(9)	23 sh Gap Inc	P	05/28/08	05/16/12
(10)	7 sh Gap Inc	P	05/28/08	05/11/12
(11)	822 sh Walt Disney Co	P	05/29/08	09/01/11
(12)	24 sh American Express Co	P	06/04/08	12/01/11
(13)	413 sh UBS Ag New	P	06/18/08	08/02/12
(14)	20 sh Baxter Intl Inc	P	06/20/08	09/12/11
(15)	75 sh Hachijuni Bank Ltd	P	06/20/08	12/01/11

	(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)
(1)	1,762		1,329	433
(2)	8,036		7,953	83
(3)	2,785		2,614	171
(4)	2,814		3,062	-248
(5)	2,947		3,136	-189
(6)	4,648		5,053	-405
(7)	12,068		9,992	2,076
(8)	362		181	181
(9)	625		417	208
(10)	199		127	72
(11)	31,286		31,370	-84
(12)	1,147		1,100	47
(13)	4,213		8,386	-4,173
(14)	1,054		1,257	-203
(15)	4,226		4,861	-635

	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	
(1)				433
(2)				83
(3)				171
(4)				-248
(5)				-189
(6)				-405
(7)				2,076
(8)				181
(9)				208
(10)				72
(11)				-84
(12)				47
(13)				-4,173
(14)				-203
(15)				-635

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 | **2011**

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	79 sh Dell Inc	P	06/26/08	12/01/11
(2)	131 sh Hachijuni Bank Ltd	P	07/09/08	12/01/11
(3)	50 sh Hachijuni Bank Ltd Adr	P	07/09/08	08/02/12
(4)	296 sh Anglogold Ashanti Limited	P	07/10/08	08/02/12
(5)	385 sh Angloglod Ashanti Ltd	P	07/10/08	12/01/11
(6)	4 sh Kimberly Clark Corp	P	07/16/08	06/27/12
(7)	4 sh Kimberly Clark Corp	P	07/16/08	07/06/12
(8)	4 sh Kimberly Clark Corp	P	07/16/08	07/12/12
(9)	6 sh Kimberly Clark Corp	P	07/16/08	07/30/12
(10)	7 sh Kimberly Clark Corp	P	07/16/08	07/31/12
(11)	9 sh Gap Inc	P	07/16/08	08/30/12
(12)	540 sh Vodafone Group PLC Spons Adr	P	07/22/08	12/01/11
(13)	210 sh Marathon Oil Corp	P	07/23/08	09/13/11
(14)	40 sh Marathon Petroleum Corp	P	07/23/08	12/01/11
(15)	65 sh Marathon Petroleum Corp	P	07/23/08	12/12/11

	(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)
(1)	1,239		1,793	-554
(2)	7,382		8,088	-706
(3)	2,640		3,087	-447
(4)	10,079		6,967	3,112
(5)	18,682		9,796	8,886
(6)	329		227	102
(7)	335		227	108
(8)	337		227	110
(9)	528		341	187
(10)	610		397	213
(11)	325		136	189
(12)	14,708		13,975	733
(13)	5,192		5,428	-236
(14)	1,356		1,399	-43
(15)	2,220		2,273	-53

	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))
(1)				-554
(2)				-706
(3)				-447
(4)				3,112
(5)				8,886
(6)				102
(7)				108
(8)				110
(9)				187
(10)				213
(11)				189
(12)				733
(13)				-236
(14)				-43
(15)				-53

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	190 sh Sanofi Adr	P	08/01/08	08/02/12
(2)	426 sh Newcrest Mining Lts Spon Adr	P	08/13/08	12/01/11
(3)	305 sh Cameco Corp	P	09/10/08	12/01/11
(4)	179 sh Barrick Gold Corp Cad	P	09/16/08	12/01/11
(5)	165 sh Dell Inc	P	09/17/08	12/01/11
(6)	20 sh Goldman Sachs Group Inc	P	09/17/08	12/01/11
(7)	34 sh Hologic Inc	P	09/17/08	12/01/11
(8)	550 sh Sumitomo Trust & Banking Co L	P	09/17/08	09/01/11
(9)	8 sh Dell Inc	P	09/17/08	05/16/12
(10)	10000 sh US Treasury Notes Ser C-201	P	09/19/08	02/09/12
(11)	1000 sh Global Industries Ltd due 2-	P	09/25/08	02/15/12
(12)	1000 sh Global Industries Ltd due 2-	P	09/25/08	07/20/12
(13)	395 sh Vodafone Group PLC Spons Adr	P	09/25/08	12/01/11
(14)	449.53 sh FNMA due 9-1-2013	P	09/25/08	08/25/12
(15)	466.71 sh FNMA due 9-1-2013	P	09/25/08	07/25/12

	(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)
(1)	7,559		6,716	843
(2)	15,373		9,002	6,371
(3)	5,712		7,396	-1,684
(4)	9,419		4,955	4,464
(5)	2,589		2,655	-66
(6)	1,900		2,012	-112
(7)	581		653	-72
(8)			437	-437
(9)	120		129	-9
(10)	11,196		10,534	662
(11)	1,000		1,080	-80
(12)	1,000		1,068	-68
(13)	10,759		8,907	1,852
(14)	450		448	2
(15)	467		466	1

	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))
(1)				843
(2)				6,371
(3)				-1,684
(4)				4,464
(5)				-66
(6)				-112
(7)				-72
(8)				-437
(9)				-9
(10)				662
(11)				-80
(12)				-68
(13)				1,852
(14)				2
(15)				1

Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 | **2011**

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	499.5 sh FNMA due 9-1-2013	P	09/25/08	05/25/12
(2)	5 sh Vodafone Group PLC Spons Adr	P	09/25/08	05/16/12
(3)	506.45 sh FNMA due 9-1-2013	P	09/25/08	06/25/12
(4)	FNMA due 9-1-2013 return of principa	P	09/25/08	09/26/11
(5)	FNMA due 9-1-2013 return of principa	P	09/25/08	10/25/11
(6)	FNMA due 9-1-2013 return of principa	P	09/25/08	11/25/11
(7)	FNMA due 9-1-2013 return of principa	P	09/25/08	12/27/11
(8)	FNMA due 9-1-2013 return of principa	P	09/25/08	01/25/12
(9)	FNMA due 9-1-2013 return of principa	P	09/25/08	02/25/12
(10)	FNMA due 9-1-2013 return of principa	P	09/25/08	03/25/12
(11)	FNMA due 9-1-2013 return of principa	P	09/25/08	04/25/12
(12)	35 sh Hologic Inc	P	09/26/08	12/01/11
(13)	401.15 sh FNR 1999-40 due 8-25-2014	P	09/26/08	08/25/12
(14)	412.64 sh FNR 1999-40 due 8-25-2014	P	09/26/08	07/25/12
(15)	433.21 sh FNR 1999-40 due 8-25-2014	P	09/26/08	06/25/12

	(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)
(1)	500		498	2
(2)	134		113	21
(3)	508		506	2
(4)	644		644	
(5)	623		623	
(6)	597		597	
(7)	601		601	
(8)	595		595	
(9)	581		581	
(10)	544		544	
(11)	541		541	
(12)	598		692	-94
(13)	401		413	-12
(14)	413		425	-12
(15)	433		446	-13

	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	
(1)				2
(2)				21
(3)				2
(4)				
(5)				
(6)				
(7)				
(8)				
(9)				
(10)				
(11)				
(12)				-94
(13)				-12
(14)				-12
(15)				-13

Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	434640 sh FNR 1999-40 due 8-25-2014	P	09/26/08	05/25/12
(2)	Federal Natl Mtg Assn Gtd due 8-25-2	P	09/26/08	09/26/11
(3)	Federal Natl Mtg Assn Gtd due 8-25-2	P	09/26/08	10/25/11
(4)	Federal Natl Mtg Assn Gtd due 8-25-2	P	09/26/08	11/25/11
(5)	Federal Natl Mtg Assn Gtd due 8-25-2	P	09/26/08	12/27/11
(6)	Federal Natl Mtg Assn Gtd due 8-25-2	P	09/26/08	01/25/12
(7)	Federal Natl Mtg Assn Gtd due 8-25-2	P	09/26/08	02/25/12
(8)	Federal Natl Mtg Assn Gtd due 8-25-2	P	09/26/08	03/25/12
(9)	Federal Natl Mtg Assn Gtd due 8-25-2	P	09/26/08	04/25/12
(10)	52 sh Siemens A G Spons Adr	P	09/29/08	12/01/11
(11)	315.13 sh SBIC 2006-P due 2-10-2016	P	09/30/08	08/10/12
(12)	3328.81 sh SBIC 2006-P due 2-10-2016	P	09/30/08	05/10/12
(13)	45000 sh SBAP 2008-10E due 9-1-2018	P	09/30/08	05/10/12
(14)	Small Business Administration due 2-	P	09/30/08	11/10/11
(15)	Small Business Administration due 9-	P	09/30/08	09/01/11

	(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)
(1)	435		447	-12
(2)	517		517	
(3)	588		588	
(4)	486		486	
(5)	505		505	
(6)	465		465	
(7)	500		500	
(8)	460		460	
(9)	478		478	
(10)	5,207		4,851	356
(11)	315		318	-3
(12)	3,329		3,358	-29
(13)	16,949		5,783	11,166
(14)	1,193		1,193	
(15)	5,454		5,454	

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))
(1)				-12
(2)				
(3)				
(4)				
(5)				
(6)				
(7)				
(8)				
(9)				
(10)				356
(11)				-3
(12)				-29
(13)				11,166
(14)				
(15)				

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	Small Business Administration due 9-	P	09/30/08	03/01/12
(2)	Small Business Adminstration due 2-1	P	09/30/08	02/10/12
(3)	125.87 sh GNR 2005-90 due 9-16-2028	P	10/03/08	07/16/12
(4)	126.41 sh GNR 2005-90 due 9-16-2028	P	10/03/08	08/16/12
(5)	4241.36 sh GNR 2005-90 due 9-16-2028	P	10/03/08	06/16/12
(6)	431.64 sh FHLMC due 7-1-2016	P	10/03/08	06/15/12
(7)	437.69 sh FHLMC due 7-1-2016	P	10/03/08	08/15/12
(8)	473.08 sh FHLMC due 7-1-2016	P	10/03/08	07/15/12
(9)	542.84 sh FHLMC due 7-1-2016	P	10/03/08	05/15/12
(10)	75000 sh Ginnie Mae Series 2004-43 C	P	10/03/08	02/16/12
(11)	880.98 sh GNR 2005-90 due 9-16-2028	P	10/03/08	05/16/12
(12)	FHLMC due 7-1-2016 return of princip	P	10/03/08	09/15/11
(13)	FHLMC due 7-1-2016 return of princip	P	10/03/08	10/15/11
(14)	FHLMC due 7-1-2016 return of princip	P	10/03/08	11/15/11
(15)	FHLMC due 7-1-2016 return of princip	P	10/03/08	12/15/11

	(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)
(1)	7,035		7,035	
(2)	1,046		1,046	
(3)	126		123	3
(4)	126		124	2
(5)	4,241		4,158	83
(6)	432		446	-14
(7)	438		452	-14
(8)	473		488	-15
(9)	543		560	-17
(10)	1,093			1,093
(11)	881		864	17
(12)	555		555	
(13)	634		634	
(14)	614		614	
(15)	536		536	

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))
(1)				
(2)				
(3)				3
(4)				2
(5)				83
(6)				-14
(7)				-14
(8)				-15
(9)				-17
(10)				1,093
(11)				17
(12)				
(13)				
(14)				
(15)				

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	FHLMC due 7-1-2016 return of princip	P	10/03/08	01/15/12
(2)	FHLMC due 7-1-2016 return of princip	P	10/03/08	02/15/12
(3)	FHLMC due 7-1-2016 return of princip	P	10/03/08	03/15/12
(4)	FHLMC due 7-1-2016 return of princip	P	10/03/08	04/15/12
(5)	Ginnie Mae Series 2004-43 Class A du	P	10/03/08	09/16/11
(6)	Ginnie Mae Series 2004-43 Class A du	P	10/03/08	10/16/11
(7)	Ginnie Mae Series 2004-43 Class A du	P	10/03/08	11/16/11
(8)	Ginnie Mae Series 2004-43 Class A du	P	10/03/08	12/16/11
(9)	Ginnie Mae Series 2004-43 Class A du	P	10/03/08	01/16/12
(10)	Ginnie Mae Series 2005-90 Class A du	P	10/03/08	09/16/11
(11)	Ginnie Mae Series 2005-90 Class A du	P	10/03/08	10/16/11
(12)	Ginnie Mae Series 2005-90 Class A du	P	10/03/08	11/16/11
(13)	Ginnie Mae Series 2005-90 Class A du	P	10/03/08	12/16/11
(14)	Ginnie Mae Series 2005-90 Class A du	P	10/03/08	01/16/12
(15)	Ginnie Mae Series 2005-90 Class A du	P	10/03/08	02/16/12

	(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)
(1)	560		560	
(2)	461		461	
(3)	669		669	
(4)	696		696	
(5)	830		830	
(6)	332		332	
(7)	9,020		9,020	
(8)	323		323	
(9)	3,824		3,824	
(10)	129		129	
(11)	3,321		3,321	
(12)	128		128	
(13)	128		128	
(14)	478		478	
(15)	135		135	

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))
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				
(7)				
(8)				
(9)				
(10)				
(11)				
(12)				
(13)				
(14)				
(15)				

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 | **2011**

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	Ginnie Mae Series 2005-90 Class A du	P	10/03/08	03/16/12
(2)	Ginnie Mae Series 2005-90 Class A du	P	10/03/08	04/16/12
(3)	30000 sh Housing Urban Development d	P	10/06/08	09/07/11
(4)	338.79 sh FNMA due 11-1-2018	P	10/07/08	05/25/12
(5)	369.57 sh FNMA due 11-1-2018	P	10/07/08	06/25/12
(6)	376.04 sh FNMA due 11-1-2018	P	10/07/08	07/25/12
(7)	395.98 sh FNMA due 11-1-2018	P	10/07/08	08/25/12
(8)	Small Business Administration due 9-	P	10/07/08	09/10/11
(9)	29 sh Intel Corp	P	10/08/08	12/01/11
(10)	580 sh Alcoa Inc	P	10/08/08	10/17/11
(11)	7 sh Intel Corp	P	10/08/08	11/07/11
(12)	125 sh Marathon Petroleum Corp	P	10/10/08	12/12/11
(13)	250 sh Marathon Oil Corp	P	10/10/08	09/13/11
(14)	15 sh Wells Fargo & Co New	P	10/14/08	05/16/12
(15)	35 sh Wells Fargo & Co New	P	10/14/08	12/01/11

	(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)
(1)	129		129	
(2)	130		130	
(3)	32,616		31,771	845
(4)	339		340	-1
(5)	370		371	-1
(6)	376		378	-2
(7)	396		398	-2
(8)	1,423		1,423	
(9)	719		482	237
(10)	5,676		8,279	-2,603
(11)	166		116	50
(12)	4,269		2,618	1,651
(13)	6,181		3,870	2,311
(14)	489		497	-8
(15)	898		1,159	-261

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))
(1)				
(2)				
(3)				845
(4)				-1
(5)				-1
(6)				-2
(7)				-2
(8)				
(9)				237
(10)				-2,603
(11)				50
(12)				1,651
(13)				2,311
(14)				-8
(15)				-261

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** — **2011**

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	795 sh Alcoa Inc	P	10/15/08	10/17/11
(2)	195 sh Patterson UTI Energy Inc	P	10/16/08	12/01/11
(3)	26 sh Home Depot Inc	P	10/16/08	12/01/11
(4)	45000 sh Small Business Admin due 8-	P	10/17/08	02/24/12
(5)	Small Business Administration due 8-	P	10/17/08	02/10/12
(6)	Small Business Adminstration due 8-1	P	10/17/08	11/10/11
(7)	140 sh AT&T Inc	P	10/21/08	12/01/11
(8)	200 sh AT&T Inc	P	10/21/08	06/06/12
(9)	2474.51 sh Small Business Administra	P	10/22/08	07/01/12
(10)	420 sh Health Net Inc	P	10/22/08	08/07/12
(11)	Small Business Administration due 7-	P	10/22/08	01/01/12
(12)	1528.56 sh SBIC 2005-P due 2-10-2015	P	10/23/08	05/10/12
(13)	277.81 sh SBIC 2005-P due 2-10-2015	P	10/23/08	08/10/12
(14)	63 sh Home Depot Inc	P	10/23/08	12/01/11
(15)	Small Business Administration due 2-	P	10/23/08	11/10/11

	(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)
(1)	7,781		9,389	-1,608
(2)	4,158		2,321	1,837
(3)	1,026		500	526
(4)	15,783		14,858	925
(5)	449		449	
(6)	2,382		2,382	
(7)	4,031		3,721	310
(8)	6,877		5,316	1,561
(9)	2,475		1,102	1,373
(10)	7,900		7,085	815
(11)	1,418		1,418	
(12)	1,529		1,506	23
(13)	278		274	4
(14)	2,486		1,192	1,294
(15)	919		919	

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))
(1)				-1,608
(2)				1,837
(3)				526
(4)				925
(5)				
(6)				
(7)				310
(8)				1,561
(9)				1,373
(10)				815
(11)				
(12)				23
(13)				4
(14)				1,294
(15)				

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 | **2011**

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	Small Business Administration due 2-	P	10/23/08	02/10/12
(2)	112 sh Siemens A G Spons Adr	P	10/24/08	12/01/11
(3)	265 sh General Electric Co	P	10/24/08	07/02/12
(4)	85 sh Siemens Aktiengesellschaft	P	10/24/08	08/02/12
(5)	125 sh Wells Fargo & Co New	P	10/27/08	05/16/12
(6)	2859.833 sh Small Business Ad due 2-	P	10/28/08	08/10/12
(7)	Small Business Administration due 2-	P	10/28/08	11/10/11
(8)	Small Business Administration due 2-	P	10/28/08	02/10/12
(9)	185.91 sh FNMA due 12-1-2012	P	10/29/08	08/25/12
(10)	214.8 sh FNMA due 12-1-2012	P	10/29/08	07/25/12
(11)	224.82 sh FNMA due 12-1-2012	P	10/29/08	06/25/12
(12)	262.25 sh FNMA due 12-1-2012	P	10/29/08	05/25/12
(13)	FNMA due 12-1-2012 return of princip	P	10/29/08	09/26/11
(14)	FNMA due 12-1-2012 return of princip	P	10/29/08	10/25/11
(15)	FNMA due 12-1-2012 return of princip	P	10/29/08	11/25/11

	(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)
(1)	538		538	
(2)	11,215		5,642	5,573
(3)	5,390		4,741	649
(4)	7,058		4,282	2,776
(5)	4,079		3,992	87
(6)	2,860		2,810	50
(7)	1,327		1,327	
(8)	213		213	
(9)	186		191	-5
(10)	215		220	-5
(11)	225		231	-6
(12)	262		269	-7
(13)	548		548	
(14)	555		555	
(15)	468		468	

	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))
(1)				
(2)				5,573
(3)				649
(4)				2,776
(5)				87
(6)				50
(7)				
(8)				
(9)				-5
(10)				-5
(11)				-6
(12)				-7
(13)				
(14)				
(15)				

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Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2011
	For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12	

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	FNMA due 12-1-2012 return of princip	P	10/29/08	12/27/11
(2)	FNMA due 12-1-2012 return of princip	P	10/29/08	01/25/12
(3)	FNMA due 12-1-2012 return of princip	P	10/29/08	02/25/12
(4)	FNMA due 12-1-2012 return of princip	P	10/29/08	03/25/12
(5)	FNMA due 12-1-2012 return of princip	P	10/29/08	04/25/12
(6)	131 sh Tenet Healthcare Corp	P	11/05/08	05/03/12
(7)	158 sh Tenet Healthcare Corp	P	11/05/08	04/27/12
(8)	43 sh Tenet Healthcare Corp	P	11/05/08	01/05/12
(9)	56 sh Tenet Healthcare Corp	P	11/05/08	12/01/11
(10)	65 sh Tenet Healthcare Corp	P	11/05/08	01/10/12
(11)	194 sh Vodafone Group PLC Spons Adr	P	11/10/08	05/16/12
(12)	105 sh Sumitomo Trust & Banking Co L	P	11/11/08	09/01/11
(13)	30 sh American Express Co	P	11/14/08	12/01/11
(14)	1690000 sh Small Business Administra	P	11/19/08	05/15/12
(15)	Small Business Administration due 10	P	11/19/08	04/01/12

	(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)
(1)	455		455	
(2)	427		427	
(3)	318		318	
(4)	284		284	
(5)	281		281	
(6)	668		332	336
(7)	814		400	414
(8)	202		109	93
(9)	265		142	123
(10)	331		165	166
(11)	5,201		3,244	1,957
(12)			175	-175
(13)	1,434		599	835
(14)	18,942		17,736	1,206
(15)	1,387		1,387	

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))
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				336
(7)				414
(8)				93
(9)				123
(10)				166
(11)				1,957
(12)				-175
(13)				835
(14)				1,206
(15)				

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	Small Business Adminstration due 10-	P	11/19/08	10/01/11
(2)	Small Business Administration due 11	P	11/20/08	11/01/11
(3)	Small Business Administration due 11	P	11/20/08	05/01/12
(4)	12 sh American Express Co	P	11/21/08	05/16/12
(5)	21 sh American Express Co	P	11/21/08	12/01/11
(6)	30 sh TE Connectivity Ltd-Chf	P	11/21/08	12/01/11
(7)	15000 sh Merrill Lynch & Co due 4-2	P	11/25/08	02/09/12
(8)	40000 sh Bank of America due 3-15-20	P	11/25/08	06/05/12
(9)	310 sh Commercial Metals Co	P	12/01/08	12/01/11
(10)	380 sh Commercial Metals Co	P	12/01/08	01/06/12
(11)	16 sh TE Connectivity Ltd-Chf	P	12/04/08	05/16/12
(12)	54 sh TE Connectivity Ltd-Chf	P	12/04/08	12/01/11
(13)	8 sh TE Connectivity Ltd-Chf	P	12/04/08	12/27/11
(14)	10000 sh Rowan Cos Inc US Govt Ship	P	12/09/08	04/25/12
(15)	Rowan Cos Inc US Govt Ship Find Obli	P	12/09/08	10/20/11

	(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)
(1)	2,751		2,751	
(2)	4,035		4,035	
(3)	4,085		4,085	
(4)	693		206	487
(5)	1,004		361	643
(6)	938		407	531
(7)	15,674		14,354	1,320
(8)	39,733		32,707	7,026
(9)	4,328		3,315	1,013
(10)	5,804		4,064	1,740
(11)	519		268	251
(12)	1,689		906	783
(13)	249		134	115
(14)	19,408		18,094	1,314
(15)	4,762		4,762	

	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	
(1)				
(2)				
(3)				
(4)				487
(5)				643
(6)				531
(7)				1,320
(8)				7,026
(9)				1,013
(10)				1,740
(11)				251
(12)				783
(13)				115
(14)				1,314
(15)				

Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 | **2011**

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	15000 sh Goldman Sachs Group Inc due	P	12/10/08	03/01/12
(2)	159 sh Shiseido Ltd Sponsored Adr	P	12/18/08	10/03/11
(3)	556 sh Shiseido Ltd Sponsored Adr	P	12/18/08	12/01/11
(4)	160 sh Commercial Metals Co	P	12/22/08	01/06/12
(5)	300 sh Bunge Limited	P	12/30/08	12/01/11
(6)	465 sh Agrium Inc	P	12/30/08	12/01/11
(7)	625 sh Foster-Wheeler AG	P	12/30/08	12/01/11
(8)	127 sh Intel Corp	P	01/07/09	12/01/11
(9)	25 sh Intel Corp	P	01/07/09	05/16/12
(10)	135 sh Seven & I Hldgs Co Ltd-Jpy CG	P	01/08/09	09/30/11
(11)	15 sh Metlife Inc	P	01/09/09	05/16/12
(12)	40 sh Metlife Inc	P	01/09/09	12/01/11
(13)	50000 sh Energy Gulf States Reconstr	P	01/09/09	02/23/12
(14)	Entergy Gulf States Reconstruciton F	P	01/09/09	10/01/11
(15)	93 sh General Electric Co	P	01/14/09	12/01/11

	(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)
(1)	15,816		12,900	2,916
(2)	3,073		3,356	-283
(3)	9,986		11,735	-1,749
(4)	2,444		1,823	621
(5)	18,793		14,917	3,876
(6)	32,875		15,040	17,835
(7)	11,551		14,636	-3,085
(8)	3,150		1,834	1,316
(9)	666		361	305
(10)	7,698		7,988	-290
(11)	497		478	19
(12)	1,256		1,274	-18
(13)	10,039		10,213	-174
(14)	5,116		5,116	
(15)	1,479		1,316	163

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))
(1)				2,916
(2)				-283
(3)				-1,749
(4)				621
(5)				3,876
(6)				17,835
(7)				-3,085
(8)				1,316
(9)				305
(10)				-290
(11)				19
(12)				-18
(13)				-174
(14)				
(15)				163

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** — **2011**

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	221 sh Rohm Co Ltd	P	01/16/09	12/01/11
(2)	787 sh Societe Generale Spon Adr	P	01/16/09	02/08/12
(3)	15 sh Cummins Inc	P	01/22/09	02/10/12
(4)	362 sh Cummins Inc	P	01/22/09	05/02/12
(5)	65 sh Cummins Inc	P	01/22/09	12/01/11
(6)	190 sh Grace WR & Co	P	01/23/09	05/24/12
(7)	30 sh Grace W R & Co Del	P	01/23/09	12/01/11
(8)	1028.66 sh FHLMC due 6-1-2018	P	01/28/09	06/15/12
(9)	1051.33 sh FHLMC due 6-1-2018	P	01/28/09	08/15/12
(10)	1062.45 sh FHLMC due 6-1-2018	P	01/28/09	05/15/12
(11)	834.85 sh FHLMC due 6-1-2018	P	01/28/09	07/15/12
(12)	FHLMC due 6-1-2018 return of princip	P	01/28/09	09/15/11
(13)	FHLMC due 6-1-2018 return of princip	P	01/28/09	10/15/11
(14)	FHLMC due 6-1-2018 return of princip	P	01/28/09	11/15/11
(15)	FHLMC due 6-1-2018 return of princip	P	01/28/09	12/15/11

	(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)
(1)	5,213		5,493	-280
(2)	5,027		6,658	-1,631
(3)	1,772		381	1,391
(4)	40,707		9,191	31,516
(5)	6,229		1,650	4,579
(6)	10,140		1,322	8,818
(7)	1,252		209	1,043
(8)	1,029		1,059	-30
(9)	1,051		1,083	-32
(10)	1,062		1,094	-32
(11)	835		860	-25
(12)	1,236		1,236	
(13)	1,235		1,235	
(14)	1,430		1,430	
(15)	1,217		1,217	

	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))
(1)				-280
(2)				-1,631
(3)				1,391
(4)				31,516
(5)				4,579
(6)				8,818
(7)				1,043
(8)				-30
(9)				-32
(10)				-32
(11)				-25
(12)				
(13)				
(14)				
(15)				

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	FHLMC due 6-1-2018 return of princip	P	01/28/09	01/15/12
(2)	FHLMC due 6-1-2018 return of princip	P	01/28/09	02/15/12
(3)	FHLMC due 6-1-2018 return of princip	P	01/28/09	03/15/12
(4)	FHLMC due 6-1-2018 return of princip	P	01/28/09	04/15/12
(5)	492 sh Nokia Corp Sponsored Adr	P	02/02/09	12/01/11
(6)	522 sh Nexen Inc	P	02/02/09	12/01/11
(7)	611 sh Nokia Corp Sponsored Adr	P	02/03/09	12/01/11
(8)	18 sh Accenture Plc Ireland Cl A	P	02/04/09	08/22/12
(9)	19 sh Accenture Plc	P	02/04/09	02/10/12
(10)	2824.86 sh JCP&L Transition Fun due	P	02/04/09	06/05/12
(11)	80 sh Accenture Plc	P	02/04/09	12/01/11
(12)	JCP&L Transition Fun due 12-5-2015 r	P	02/04/09	09/05/11
(13)	JCP&L Transition Fun due 12-5-2015 r	P	02/04/09	12/05/11
(14)	JCP&L Transition Fun due 12-5-2015 r	P	02/04/09	03/05/12
(15)	227 sh Rohm Co Ltd	P	02/05/09	12/01/11

	(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)
(1)	1,134		1,134	
(2)	1,050		1,050	
(3)	1,150		1,150	
(4)	1,144		1,144	
(5)	2,779		5,946	-3,167
(6)	8,374		7,427	947
(7)	3,452		7,390	-3,938
(8)	1,107		598	509
(9)	1,077		631	446
(10)	2,825		2,929	-104
(11)	4,629		2,656	1,973
(12)	2,985		2,985	
(13)	3,311		3,311	
(14)	2,704		2,704	
(15)	5,355		5,712	-357

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))
(1)				
(2)				
(3)				
(4)				
(5)				-3,167
(6)				947
(7)				-3,938
(8)				509
(9)				446
(10)				-104
(11)				1,973
(12)				
(13)				
(14)				
(15)				-357

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Form **990-PF** | **Capital Gains and Losses for Tax on Investment Income** | **2011**

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	58 sh Rohm Co Ltd Unspons Adr	P	02/05/09	08/02/12
(2)	50000 sh Small Business Administrati	P	02/09/09	06/27/12
(3)	Small Business Administration due 3-	P	02/09/09	09/01/11
(4)	Small Business Administration due 3-	P	02/09/09	03/01/12
(5)	142 sh Seven & I Hldgs Co Ltd-Jpy CG	P	02/19/09	12/01/11
(6)	15 sh Seven & I Hldgs Co Ltd-Jpy CGM	P	02/19/09	09/30/11
(7)	480 sh Nokia Corp Sponsored Adr	P	02/20/09	12/01/11
(8)	97 sh General Electric Co	P	02/23/09	12/01/11
(9)	1729 sh Bell South due 12-15-2015	P	02/24/09	06/15/12
(10)	296 sh Wolters Kluwer N V Sp Adr	P	02/24/09	12/01/11
(11)	BellSouth Telecommunications Inc due	P	02/24/09	12/15/11
(12)	137 sh Wolters Kluwer N V Sp Adr	P	02/25/09	12/01/11
(13)	140 sh Allstate Corp	P	02/25/09	05/16/12
(14)	155 sh Allstate Corp	P	02/25/09	05/22/12
(15)	55 sh Allstate Corp	P	02/25/09	12/01/11

	(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)
(1)	1,002		1,459	-457
(2)	20,122		6,984	13,138
(3)	967		967	
(4)	1,628		1,628	
(5)	7,576		6,923	653
(6)	855		731	124
(7)	2,712		5,043	-2,331
(8)	1,543		868	675
(9)	1,729		1,746	-17
(10)	5,054		4,821	233
(11)	1,676		1,676	
(12)	2,339		2,178	161
(13)	4,747		2,420	2,327
(14)	5,115		2,680	2,435
(15)	1,460		951	509

	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	
(1)				-457
(2)				13,138
(3)				
(4)				
(5)				653
(6)				124
(7)				-2,331
(8)				675
(9)				-17
(10)				233
(11)				
(12)				161
(13)				2,327
(14)				2,435
(15)				509

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	1408.21 sh GNR 2004-12 due 8-16-2032	P	02/27/09	08/16/12
(2)	157.23 sh GNR 2004-12 due 8-16-2032	P	02/27/09	05/16/12
(3)	157.97 sh GNR 2004-12 due 8-16-2032	P	02/27/09	06/16/12
(4)	354.48 sh GNR 2004-12 due 8-16-2032	P	02/27/09	07/16/12
(5)	Ginnie Mae Series 2004-12 Class BA d	P	02/27/09	09/16/11
(6)	Ginnie Mae Series 2004-12 Class BA d	P	02/27/09	10/16/11
(7)	Ginnie Mae Series 2004-12 Class BA d	P	02/27/09	11/16/11
(8)	Ginnie Mae Series 2004-12 Class BA d	P	02/27/09	12/16/11
(9)	Ginnie Mae Series 2004-12 Class BA d	P	02/27/09	01/16/12
(10)	Ginnie Mae Series 2004-12 Class BA d	P	02/27/09	02/16/12
(11)	Ginnie Mae Series 2004-12 Class BA d	P	02/27/09	03/16/12
(12)	Ginnie Mae Series 2004-12 Class BA d	P	02/27/09	04/16/12
(13)	3 sh General Electric Co	P	03/12/09	12/01/11
(14)	39 sh General Electric Co	P	03/12/09	05/16/12
(15)	11 sh Home Depot Inc	P	03/17/09	05/16/12

	(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)
(1)	1,408		1,446	-38
(2)	157		161	-4
(3)	158		162	-4
(4)	354		364	-10
(5)	184		184	
(6)	184		184	
(7)	421		421	
(8)	2,356		2,356	
(9)	158		158	
(10)	717		717	
(11)	156		156	
(12)	156		156	
(13)	48		26	22
(14)	746		337	409
(15)	538		233	305

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))
(1)				-38
(2)				-4
(3)				-4
(4)				-10
(5)				
(6)				
(7)				
(8)				
(9)				
(10)				
(11)				
(12)				
(13)				22
(14)				409
(15)				305

Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 | **2011**

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	11 sh Home Depot Inc	P	03/17/09	08/14/12
(2)	15 sh Home Depot Inc	P	03/17/09	02/22/12
(3)	19 sh Home Depot Inc	P	03/17/09	12/01/11
(4)	2 sh Home Depot Inc	P	03/17/09	01/19/12
(5)	27 sh Dell Inc	P	03/17/09	05/16/12
(6)	36 sh Dell Inc	P	03/17/09	05/23/12
(7)	30000 sh Mellon Funding due 12-1-201	P	03/18/09	03/01/12
(8)	1000 sh Matson Navigation Co due 9-4	P	03/27/09	09/06/11
(9)	2000 sh Matson Navigation Co due 9-4	P	03/27/09	03/05/12
(10)	135 sh Allstate Corp	P	03/30/09	05/23/12
(11)	55 sh Allstate Corp	P	03/30/09	05/22/12
(12)	225 sh Allstate Corp	P	03/31/09	05/23/12
(13)	75 sh Seven & I Hldgs Co Ltd-Jpy CGM	P	03/31/09	12/01/11
(14)	37 sh Shiseido Ltd Spon Adr	P	04/01/09	08/02/12
(15)	433 sh Shiseido Ltd Sponsored Adr	P	04/01/09	12/01/11

	(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)
(1)	604		233	371
(2)	706		318	388
(3)	750		403	347
(4)	90		42	48
(5)	407		246	161
(6)	444		328	116
(7)	32,727		28,470	4,257
(8)	1,000		1,030	-30
(9)	2,000		2,060	-60
(10)	4,410		2,556	1,854
(11)	1,815		1,041	774
(12)	7,351		4,224	3,127
(13)	4,002		3,289	713
(14)	520		539	-19
(15)	7,777		6,313	1,464

	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	
(1)				371
(2)				388
(3)				347
(4)				48
(5)				161
(6)				116
(7)				4,257
(8)				-30
(9)				-60
(10)				1,854
(11)				774
(12)				3,127
(13)				713
(14)				-19
(15)				1,464

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** **2011**

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	90 sh Shiseido Ltd Sponsored Adr	P	04/01/09	05/16/12
(2)	20 sh Apple Inc	P	04/02/09	12/01/11
(3)	6 sh Apple Inc	P	04/02/09	08/21/12
(4)	174 sh Barrick Gold Corp Cad	P	04/09/09	12/01/11
(5)	490 sh Nippon Telegraph&Telephone Ad	P	04/14/09	08/02/12
(6)	885 sh SK Telecom Ltd Spon Adr	P	04/14/09	12/01/11
(7)	13 sh Intel Corp	P	04/15/09	08/28/12
(8)	5 sh Intel Corp	P	04/15/09	05/16/12
(9)	50 sh Texas Instruments Inc	P	04/21/09	12/01/11
(10)	70000 sh Freddie Mac due 11-15-2029	P	04/22/09	03/15/12
(11)	Freddie Mac due 11-15-2029 return of	P	04/22/09	10/15/11
(12)	Freddie Mac due 11-15-2029 return of	P	04/22/09	11/15/11
(13)	Freddie Mac due 11-15-2029 return of	P	04/22/09	12/15/11
(14)	Freddie Mac due 11-15-2029 return of	P	04/22/09	01/15/12
(15)	Freddie Mac due 11-15-2029 return of	P	04/22/09	02/15/12

	(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)
(1)	1,458		1,312	146
(2)	7,713		2,265	5,448
(3)	3,943		679	3,264
(4)	9,156		5,024	4,132
(5)	11,345		9,477	1,868
(6)	13,106		14,402	-1,296
(7)	322		198	124
(8)	133		76	57
(9)	1,509		872	637
(10)	1,191		2,395	-1,204
(11)	1,148		1,148	
(12)	1,603		1,603	
(13)	1,650		1,650	
(14)	2,012		2,012	
(15)	1,317		1,317	

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))
(1)				146
(2)				5,448
(3)				3,264
(4)				4,132
(5)				1,868
(6)				-1,296
(7)				124
(8)				57
(9)				637
(10)				-1,204
(11)				
(12)				
(13)				
(14)				
(15)				

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** — For calendar year 2011, or tax year beginning 09/01/11, and ending 08/31/12 — **2011**

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	104 sh DirectTV Cl A	P	04/29/09	12/01/11
(2)	12 sh Factset Research Systems Inc	P	04/29/09	02/10/12
(3)	1900.57 sh SBAP 2004-20B 1 due 2-1-2	P	04/29/09	08/01/12
(4)	24 sh The DirectTV Group Cl A	P	04/29/09	08/22/12
(5)	25 sh DirectTV Cl A	P	04/29/09	02/10/12
(6)	37 sh Factset Research Systems Inc	P	04/29/09	02/28/12
(7)	50 sh Factset Research Systems Inc	P	04/29/09	12/01/11
(8)	530 sh Wolters Kluwer N V Sp Adr	P	04/29/09	12/01/11
(9)	Small Business Administration due 2-	P	04/29/09	02/01/12
(10)	245 sh Factset Research Systems Inc	P	04/30/09	02/28/12
(11)	27 sh Hologic Inc	P	05/06/09	02/01/12
(12)	27 sh Hologic Inc	P	05/06/09	05/16/12
(13)	40 sh Navistar Intl Corp New	P	05/06/09	11/08/11
(14)	69 sh Hologic Inc	P	05/06/09	12/01/11
(15)	180 sh East West Bancorp Inc	P	05/07/09	09/21/11

	(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)
(1)	4,955		2,646	2,309
(2)	1,096		637	459
(3)	1,901		762	1,139
(4)	1,238		611	627
(5)	1,131		636	495
(6)	3,285		1,963	1,322
(7)	4,658		2,653	2,005
(8)	9,050		8,806	244
(9)	1,958		1,958	
(10)	21,750		13,199	8,551
(11)	554		330	224
(12)	470		330	140
(13)	1,691		1,714	-23
(14)	1,179		844	335
(15)	2,735		1,582	1,153

	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))
(1)				2,309
(2)				459
(3)				1,139
(4)				627
(5)				495
(6)				1,322
(7)				2,005
(8)				244
(9)				
(10)				8,551
(11)				224
(12)				140
(13)				-23
(14)				335
(15)				1,153

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	380 sh East West Bancorp Inc	P	05/07/09	09/22/11
(2)	35000 sh Louisiana Pub Facs Auth Sys	P	05/12/09	10/20/11
(3)	443 sh Cognizant Tech Solutions Cl A	P	05/12/09	01/18/12
(4)	59 sh Cognizant Tech Solutions Cl A	P	05/12/09	01/17/12
(5)	86 sh Cognizant Tech Solutions Cl A	P	05/12/09	12/01/11
(6)	30000 sh State Str Bk & Tr Co due 12	P	05/18/09	02/28/12
(7)	1 sh Home Depot Inc	P	05/19/09	08/14/12
(8)	1031 sh Sk Telecom Co Ltd	P	05/21/09	08/02/12
(9)	124 sh SK Telecom Ltd Spon Adr	P	05/21/09	12/01/11
(10)	165 sh SK Telecom Ltd Spon Adr	P	05/21/09	05/16/12
(11)	408.3 sh Proctor & Gamble Gtd Esop D	P	05/27/09	07/01/12
(12)	Proctor & Gamble Gtd Esop Debs due 1	P	05/27/09	01/01/12
(13)	Union Pac RR Co due 1-2-2019 return	P	05/28/09	01/02/12
(14)	10000 sh US Tresaury Note due 7-15-1	P	05/29/09	07/12/12
(15)	1140 sh Allianz Fix Inc Shrs: Series	P	05/29/09	08/23/12

	(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)
(1)	5,574		3,340	2,234
(2)	39,309		37,811	1,498
(3)	30,507		11,207	19,300
(4)	4,067		1,493	2,574
(5)	5,772		2,176	3,596
(6)	28,730		22,800	5,930
(7)	55		25	30
(8)	14,083		16,368	-2,285
(9)	1,836		1,969	-133
(10)	2,069		2,619	-550
(11)	408		486	-78
(12)	519		519	
(13)	2,375		2,375	
(14)	12,790		13,631	-841
(15)	12,687		10,344	2,343

	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))
(1)				2,234
(2)				1,498
(3)				19,300
(4)				2,574
(5)				3,596
(6)				5,930
(7)				30
(8)				-2,285
(9)				-133
(10)				-550
(11)				-78
(12)				
(13)				
(14)				-841
(15)				2,343

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Form **990-PF** **Capital Gains and Losses for Tax on Investment Income** **2011**

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	13 sh Dell Inc	P	05/29/09	07/30/12
(2)	1531 sh Allianz Fix Inc Shrs: Series	P	05/29/09	08/20/12
(3)	34 sh Dell Inc	P	05/29/09	07/27/12
(4)	4 sh Dell Inc	P	05/29/09	05/23/12
(5)	250000 sh Community Program Ln Tr du	P	06/02/09	04/09/12
(6)	Community ProgramLn Tr 1987 due 10-1	P	06/02/09	10/01/11
(7)	152 sh Wolters Kluwer N V Sp Adr	P	06/04/09	05/16/12
(8)	214 sh Wolters Kluwer N V Sp Adr	P	06/04/09	12/01/11
(9)	87 sh Wolters Klumwer Nv Spon Adr	P	06/04/09	08/02/12
(10)	131 sh Seven & I Hldgs Co Ltd-Jpy CG	P	06/05/09	12/01/11
(11)	24 sh Seven & I Hldgs Co Ltd Adr	P	06/05/09	08/02/12
(12)	312.5 sh MLMI 1998-C1 A3 due 11-15-2	P	06/05/09	08/16/12
(13)	333.88 sh MLMI 1998-C1 A3 due 11-15-	P	06/05/09	07/16/12
(14)	343.36 sh MLMI 1998-C1 A3 due 11-15-	P	06/05/09	05/16/12
(15)	349.47 sh MLMI 1998-C1 A3 due 11-15-	P	06/05/09	06/15/12

	(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)
(1)	154		149	5
(2)	20,730		18,678	2,052
(3)	411		389	22
(4)	49		46	3
(5)	4,224		4,434	-210
(6)	4,853		4,853	
(7)	2,367		2,951	-584
(8)	3,654		4,154	-500
(9)	1,418		1,689	-271
(10)	6,989		6,197	792
(11)	1,537		1,135	402
(12)	313		323	-10
(13)	334		345	-11
(14)	343		355	-12
(15)	349		361	-12

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))
(1)				5
(2)				2,052
(3)				22
(4)				3
(5)				-210
(6)				
(7)				-584
(8)				-500
(9)				-271
(10)				792
(11)				402
(12)				-10
(13)				-11
(14)				-12
(15)				-12

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	62 sh Seven & I Hldgs Co Ltd-Jpy CGM	P	06/05/09	12/19/11
(2)	64 sh Seven & I Hldgs Co Ltd-Jpy CGM	P	06/05/09	05/10/12
(3)	Merrill Lynch Mtg Invs Inc due 11-15	P	06/05/09	09/16/11
(4)	Merrill Lynch Mtg Invs Inc due 11-15	P	06/05/09	10/17/11
(5)	Merrill Lynch Mtg Invs Inc due 11-15	P	06/05/09	11/15/11
(6)	Merrill Lynch Mtg Invs Inc due 11-15	P	06/05/09	12/16/11
(7)	Merrill Lynch Mtg Invs Inc due 11-15	P	06/05/09	01/17/12
(8)	Merrill Lynch Mtg Invs Inc due 11-15	P	06/05/09	02/16/12
(9)	Merrill Lynch Mtg Invs Inc due 11-15	P	06/05/09	03/16/12
(10)	Merrill Lynch Mtg Invs Inc due 11-15	P	06/05/09	04/16/12
(11)	1025.441 sh FNMA due 2-1-2036	P	06/08/09	06/25/12
(12)	1176.073 sh FNMA due 11-1-2038	P	06/08/09	05/25/12
(13)	1203.235 sh FNMA due 11-1-2038	P	06/08/09	08/25/12
(14)	1287.127 sh FNMA due 11-1-2038	P	06/08/09	07/25/12
(15)	1299.832 sh FNMA due 11-1-2038	P	06/08/09	06/25/12

	(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)
(1)	3,344		2,933	411
(2)	3,849		3,028	821
(3)	316		316	
(4)	341		341	
(5)	321		321	
(6)	323		323	
(7)	348		348	
(8)	327		327	
(9)	329		329	
(10)	354		354	
(11)	1,025		1,029	-4
(12)	1,176		1,203	-27
(13)	1,203		1,231	-28
(14)	1,287		1,317	-30
(15)	1,300		1,330	-30

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))
(1)				411
(2)				821
(3)				
(4)				
(5)				
(6)				
(7)				
(8)				
(9)				
(10)				
(11)				-4
(12)				-27
(13)				-28
(14)				-30
(15)				-30

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** — **2011**

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	855.782 sh FNMA due 9-1-2038	P	06/08/09	08/25/12
(2)	906.319 sh FNMA due 2-1-2036	P	06/08/09	05/25/12
(3)	928.987 sh FNMA due 9-1-2038	P	06/08/09	07/25/12
(4)	931.525 sh FNMA due 2-1-2036	P	06/08/09	08/25/12
(5)	936.635 sh FNMA due 9-1-2038	P	06/08/09	05/25/12
(6)	952.813 sh FNMA due 9-1-2038	P	06/08/09	06/25/12
(7)	979.33 sh FNMA due 2-1-2036	P	06/08/09	07/25/12
(8)	FNMA due 2-1-2036 return of principa	P	06/08/09	09/26/11
(9)	FNMA due 2-1-2036 return of principa	P	06/08/09	10/25/11
(10)	FNMA due 2-1-2036 return of principa	P	06/08/09	11/25/11
(11)	FNMA due 2-1-2036 return of principa	P	06/08/09	12/27/11
(12)	FNMA due 2-1-2036 return of principa	P	06/08/09	01/25/12
(13)	FNMA due 2-1-2036 return of principa	P	06/08/09	02/25/12
(14)	FNMA due 2-1-2036 return of principa	P	06/08/09	04/25/12
(15)	FNMA due 9-1-2038 return of principa	P	06/08/09	09/26/11

	(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)
(1)	856		892	-36
(2)	906		910	-4
(3)	929		969	-40
(4)	932		935	-3
(5)	937		977	-40
(6)	953		994	-41
(7)	979		983	-4
(8)	1,086		1,086	
(9)	1,176		1,176	
(10)	1,282		1,282	
(11)	1,423		1,423	
(12)	1,381		1,381	
(13)	1,232		1,232	
(14)	1,378		1,378	
(15)	1,158		1,158	

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))
(1)				-36
(2)				-4
(3)				-40
(4)				-3
(5)				-40
(6)				-41
(7)				-4
(8)				
(9)				
(10)				
(11)				
(12)				
(13)				
(14)				
(15)				

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Form 990-PF	Capital Gains and Losses for Tax on Investment Income For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12	2011

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	FNMA due 9-1-2038 return of principa	P	06/08/09	10/25/11
(2)	FNMA due 9-1-2038 return of principa	P	06/08/09	11/25/11
(3)	FNMA due 9-1-2038 return of principa	P	06/08/09	12/27/11
(4)	FNMA due 9-1-2038 return of principa	P	06/08/09	01/25/12
(5)	FNMA due 9-1-2038 return of principa	P	06/08/09	02/25/12
(6)	FNMA due 9-1-2038 return of principa	P	06/08/09	03/26/12
(7)	10000 sh Merrill Lynch & Co due 4-2	P	06/12/09	02/09/12
(8)	5000 sh Hartford Financial S due 10-	P	06/12/09	10/14/11
(9)	645 sh Wolters Klumwer Nv Spon Adr	P	06/15/09	08/02/12
(10)	20 sh Lennar Corp Class A	P	06/16/09	12/01/11
(11)	4 sh Hologic Inc	P	06/16/09	05/16/12
(12)	10 sh PNC Financial Services Group	P	06/17/09	12/01/11
(13)	20000 sh Vanderbilt Mtg due 10-7-202	P	06/17/09	11/07/11
(14)	Vanderbilt Mtg Tr due 10-7-2028 retu	P	06/17/09	09/07/11
(15)	Vanderbilt Mtg Tr due 10-7-2028 retu	P	06/17/09	10/07/11

	(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)
(1)	997		997	
(2)	864		864	
(3)	903		903	
(4)	873		873	
(5)	880		880	
(6)	1,066		1,066	
(7)	10,449		9,989	460
(8)	5,109		4,325	784
(9)	10,513		10,925	-412
(10)	370		155	215
(11)	70		55	15
(12)	532		382	150
(13)	18,758		16,058	2,700
(14)	370		370	
(15)	391		391	

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))
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				
(7)				460
(8)				784
(9)				-412
(10)				215
(11)				15
(12)				150
(13)				2,700
(14)				
(15)				

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Form **990-PF**	**Capital Gains and Losses for Tax on Investment Income** For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12	**2011**

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	118.681 sh FNMA due 2-1-2036	P	06/18/09	05/25/12
(2)	121.985 sh FNMA due 2-1-2036	P	06/18/09	08/25/12
(3)	128.245 sh FNMA due 2-1-2036	P	06/18/09	07/25/12
(4)	13 sh CA Inc	P	06/18/09	12/01/11
(5)	134.284 sh FNMA due 2-1-2036	P	06/18/09	03/26/12
(6)	151.751 sh FNMA due 11-1-2038	P	06/18/09	05/25/12
(7)	155.256 sh FNMA due 11-1-2038	P	06/18/09	08/25/12
(8)	166.08 sh FNMA due 11-1-2038	P	06/18/09	07/25/12
(9)	167.72 sh FNMA due 11-1-2038	P	06/18/09	06/25/12
(10)	30000 sh Citibank Credit Card due 6-	P	06/19/09	10/20/11
(11)	2.0551 sh Motorola Solutions	P	06/24/09	10/28/11
(12)	44 sh Lennar Corp Class A	P	06/24/09	12/01/11
(13)	11 sh Ca Inc	P	06/25/09	05/16/12
(14)	113.813 sh FNMA due 11-1-2038	P	06/25/09	05/25/12
(15)	116.442 sh FNMA due 11-1-2038	P	06/25/09	08/25/12

	(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)
(1)	119		120	-1
(2)	122		123	-1
(3)	128		130	-2
(4)	276		222	54
(5)	134		136	-2
(6)	152		156	-4
(7)	155		159	-4
(8)	166		171	-5
(9)	168		172	-4
(10)	33,115		29,930	3,185
(11)	97		52	45
(12)	814		351	463
(13)	284		194	90
(14)	114		118	-4
(15)	116		120	-4

	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))
(1)				-1
(2)				-1
(3)				-2
(4)				54
(5)				-2
(6)				-4
(7)				-4
(8)				-5
(9)				-4
(10)				3,185
(11)				45
(12)				463
(13)				90
(14)				-4
(15)				-4

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

2011

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	124.56 sh FNMA due 11-1-2038	P	06/25/09	07/25/12
(2)	125.79 sh FNMA due 11-1-2038	P	06/25/09	06/25/12
(3)	15 sh Ca Inc	P	06/25/09	01/23/12
(4)	329.147 sh FNMA due 9-1-2038	P	06/25/09	08/25/12
(5)	357.302 sh FNMA due 9-1-2038	P	06/25/09	07/25/12
(6)	360.244 sh FNMA due 9-1-2038	P	06/25/09	05/25/12
(7)	366.466 sh FNMA due 9-1-2039	P	06/25/09	06/25/12
(8)	56 sh CA Inc	P	06/25/09	12/01/11
(9)	86.316 sh FNMA due 2-1-2036	P	06/25/09	05/25/12
(10)	88.716 sh FNMA due 2-1-2036	P	06/25/09	08/25/12
(11)	93.269 sh FNMA due 2-1-2036	P	06/25/09	07/25/12
(12)	97.661 sh FNMA due 2-1-2036	P	06/25/09	06/25/12
(13)	5000 sh US Tresaury Note due 7-15-12	P	06/26/09	07/12/12
(14)	11.8536 sh Motorola Solutions	P	07/01/09	10/28/11
(15)	325 sh Sanofi Adr	P	07/01/09	08/02/12

	(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)
(1)	125		129	-4
(2)	126		130	-4
(3)	337		264	73
(4)	329		344	-15
(5)	357		374	-17
(6)	360		377	-17
(7)	366		384	-18
(8)	1,189		986	203
(9)	86		88	-2
(10)	89		91	-2
(11)	93		95	-2
(12)	98		100	-2
(13)	6,395		6,767	-372
(14)	559		314	245
(15)	12,930		9,814	3,116

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))
(1)				-4
(2)				-4
(3)				73
(4)				-15
(5)				-17
(6)				-17
(7)				-18
(8)				203
(9)				-2
(10)				-2
(11)				-2
(12)				-2
(13)				-372
(14)				245
(15)				3,116

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	230 sh Goodyear Tire & Rubber Co	P	07/02/09	12/01/11
(2)	880 sh Goodyear Tire & Rubber Co	P	07/02/09	02/27/12
(3)	11 sh McKesson Corporation	P	07/08/09	08/22/12
(4)	15 sh McKesson Corporation	P	07/08/09	02/10/12
(5)	210 sh America Movil S.A.B. De Cv	P	07/08/09	12/01/11
(6)	47 sh America Movil S.A.B. De Cv	P	07/08/09	08/22/12
(7)	50 sh America Movil S.A.B. De Cv	P	07/08/09	02/10/12
(8)	61 sh McKesson Corporation	P	07/08/09	12/01/11
(9)	64 sh McKesson Corporation	P	07/08/09	05/15/12
(10)	85 sh Lennar Corp Class A	P	07/10/09	12/01/11
(11)	45000 sh PE Environmental Funding LL	P	07/16/09	01/19/12
(12)	PE Environmental Funding LLC due 7-1	P	07/16/09	01/15/12
(13)	515 sh Nokia Corp Sponsored Adr	P	07/20/09	12/01/11
(14)	140 sh Tesco Corp Alta	P	07/22/09	12/01/11
(15)	25000 sh Verizon New England Inc due	P	07/23/09	03/02/12

	(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)
(1)	3,208		2,659	549
(2)	11,350		10,173	1,177
(3)	950		482	468
(4)	1,224		658	566
(5)	4,967		3,926	1,041
(6)	1,184		879	305
(7)	1,204		935	269
(8)	4,976		2,676	2,300
(9)	5,716		2,807	2,909
(10)	1,572		701	871
(11)	17,661		17,973	-312
(12)	3,059		3,059	
(13)	2,909		6,756	-3,847
(14)	1,922		1,140	782
(15)	26,450		25,392	1,058

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))
(1)				549
(2)				1,177
(3)				468
(4)				566
(5)				1,041
(6)				305
(7)				269
(8)				2,300
(9)				2,909
(10)				871
(11)				-312
(12)				
(13)				-3,847
(14)				782
(15)				1,058

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Form 990-PF	Capital Gains and Losses for Tax on Investment Income For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12	2011

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	30 sh Tesco Corp Alta	P	07/23/09	12/01/11
(2)	25000 sh Tyco Tnd due 1-15-2019	P	07/27/09	07/12/12
(3)	60 sh Safeway Inc	P	07/27/09	02/24/12
(4)	60 sh Safeway Inc New	P	07/27/09	12/01/11
(5)	25000 sh Rowan Companies Inc due 5-1	P	07/28/09	05/01/12
(6)	717 sh Kinross Gold Corp-Cad New	P	07/28/09	12/01/11
(7)	Rowan Companies Inc due 5-1-2020 ret	P	07/28/09	11/01/11
(8)	122 sh Nintendo Co Ltd Adr New	P	08/03/09	12/01/11
(9)	30 sh The Babcock & Wilcox Company	P	08/05/09	12/01/11
(10)	64.737 sh FNMA due 2-1-2036	P	08/10/09	05/25/12
(11)	66.537 sh FNMA due 2-1-2036	P	08/10/09	08/25/12
(12)	69.952 sh FNMA due 2-1-2036	P	08/10/09	07/25/12
(13)	73.245 sh FNMA due 2-1-2036	P	08/10/09	06/25/12
(14)	88.521 sh FNMA due 11-1-2038	P	08/10/09	05/25/12
(15)	90.566 sh FNMA due 11-1-2038	P	08/10/09	08/25/12

	(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)
(1)	412		287	125
(2)	34,509		27,102	7,407
(3)	1,259		1,122	137
(4)	1,195		1,122	73
(5)	21,276		19,317	1,959
(6)	10,043		13,422	-3,379
(7)	1,137		1,137	
(8)	2,242		4,142	-1,900
(9)	679		607	72
(10)	65		66	-1
(11)	67		68	-1
(12)	70		71	-1
(13)	73		75	-2
(14)	89		91	-2
(15)	91		93	-2

	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))
(1)				125
(2)				7,407
(3)				137
(4)				73
(5)				1,959
(6)				-3,379
(7)				
(8)				-1,900
(9)				72
(10)				-1
(11)				-1
(12)				-1
(13)				-2
(14)				-2
(15)				-2

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | **2011**

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	96.88 sh FNMA due 11-1-2038	P	08/10/09	07/25/12
(2)	97.836 sh FNMA due 11-1-2038	P	08/10/09	06/25/12
(3)	192 sh Newcrest Mining Lts Spon Adr	P	08/11/09	12/01/11
(4)	205 sh Newcrest Mining Ltd Spons Adr	P	08/11/09	08/02/12
(5)	340 sh Dresser-Rand Group Inc	P	08/11/09	09/21/11
(6)	349 sh Dresser-Rand Group Inc	P	08/12/09	09/21/11
(7)	401 sh Barrick Gold Corp Cad	P	08/18/09	12/01/11
(8)	57 sh Barrick Gold Corp	P	08/18/09	08/02/12
(9)	265 sh Seven & I Hldgs Co Ltd Adr	P	08/19/09	08/02/12
(10)	305 sh Nintendo Co Ltd Adr New	P	08/20/09	12/01/11
(11)	323 sh Sk Telecom Co Ltd	P	08/20/09	08/02/12
(12)	299 sh Flowserve Corp	P	08/21/09	01/11/12
(13)	51 sh Flowserve Corp	P	08/21/09	12/01/11
(14)	265 sh Macys Inc	P	08/24/09	12/01/11
(15)	Petrodrill Four Ltd due 4-15-2016 re	P	08/24/09	10/15/11

	(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)
(1)	97		100	-3
(2)	98		101	-3
(3)	6,929		4,766	2,163
(4)	4,977		5,088	-111
(5)	15,702		10,368	5,334
(6)	16,117		10,699	5,418
(7)	21,100		13,423	7,677
(8)	1,868		1,908	-40
(9)	16,976		12,536	4,440
(10)	5,606		9,873	-4,267
(11)	4,412		5,102	-690
(12)	31,466		27,186	4,280
(13)	5,188		4,637	551
(14)	8,631		4,110	4,521
(15)	1,666		1,666	

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))
(1)				-3
(2)				-3
(3)				2,163
(4)				-111
(5)				5,334
(6)				5,418
(7)				7,677
(8)				-40
(9)				4,440
(10)				-4,267
(11)				-690
(12)				4,280
(13)				551
(14)				4,521
(15)				

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 | **2011**

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	Petrodrill Four Ltd due 4-15-2026 re	P	08/24/09	04/15/12
(2)	15000 sh Baker Hughes Inc due 11-15-	P	08/27/09	03/07/12
(3)	331 sh Nintendo Co Ltd Adr New	P	08/28/09	12/01/11
(4)	90 sh Huntsman Corp	P	08/31/09	12/01/11
(5)	190 sh CSX Corp	P	09/02/09	02/16/12
(6)	730 sh CSX Corp	P	09/02/09	03/12/12
(7)	18 sh Ameriprise Financial Inc	P	09/09/09	12/01/11
(8)	18 sh Valero Energy Corp New	P	09/09/09	12/01/11
(9)	140 sh Starbucks Corp	P	09/10/09	12/01/11
(10)	260 sh Starbucks Corp	P	09/10/09	08/10/12
(11)	35 sh Starbucks Corp	P	09/10/09	02/16/12
(12)	136.61 sh AMSI 2003 due 11-25-2033	P	09/17/09	07/25/12
(13)	255.67 sh AMSI 2003 iA1 A4 due 11-25	P	09/17/09	05/25/12
(14)	271.47 sh AMSI 2003 due 11-25-2033	P	09/17/09	06/25/12
(15)	338.05 sh AMSI 2003 IA1 A4 due 11-25	P	09/17/09	08/25/12

	(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)
(1)	1,666		1,666	
(2)	19,974		17,905	2,069
(3)	6,084		11,016	-4,932
(4)	997		731	266
(5)	4,076		2,665	1,411
(6)	15,128		10,238	4,890
(7)	817		528	289
(8)	398		331	67
(9)	6,072		2,777	3,295
(10)	11,821		5,157	6,664
(11)	1,701		694	1,007
(12)	137		111	26
(13)	256		208	48
(14)	271		221	50
(15)	338		275	63

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))
(1)				
(2)				2,069
(3)				-4,932
(4)				266
(5)				1,411
(6)				4,890
(7)				289
(8)				67
(9)				3,295
(10)				6,664
(11)				1,007
(12)				26
(13)				48
(14)				50
(15)				63

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	Ameriquest Mtg Secs Inc due 11-25-20	P	09/17/09	09/26/11
(2)	Ameriquest Mtg Secs Inc due 11-25-20	P	09/17/09	10/25/11
(3)	Ameriquest Mtg Secs Inc due 11-25-20	P	09/17/09	11/25/11
(4)	Ameriquest Mtg Secs Inc due 11-25-20	P	09/17/09	12/27/11
(5)	Ameriquest Mtg Secs Inc due 11-25-20	P	09/17/09	01/25/12
(6)	Ameriquest Mtg Secs Inc due 11-25-20	P	09/17/09	03/25/12
(7)	Ameriquest Mtg Secs Inc due 11-25-20	P	09/17/09	04/25/12
(8)	Ameriquest Mtg Sevs Inc due 11-25-20	P	09/17/09	02/25/12
(9)	11 sh Lennar Corp Class A	P	09/25/09	05/03/12
(10)	1120 sh Carrefour Sa-Sp Adr	P	09/25/09	12/01/11
(11)	22 sh Lennar Corp Class A	P	09/25/09	12/01/11
(12)	23 sh Lennar Corp Class A	P	09/25/09	01/11/12
(13)	5 sh Lennar Corp Class A	P	09/25/09	01/18/12
(14)	5 sh Lennar Corp Class A	P	09/25/09	05/16/12
(15)	6 sh Lennar Corp Class A	P	09/25/09	02/09/12

	(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)
(1)	202		202	
(2)	217		217	
(3)	274		274	
(4)	125		125	
(5)	150		150	
(6)	247		247	
(7)	238		238	
(8)	148		148	
(9)	320		164	156
(10)	6,014		10,146	-4,132
(11)	407		328	79
(12)	497		343	154
(13)	114		74	40
(14)	148		74	74
(15)	142		89	53

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))
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				
(7)				
(8)				
(9)				156
(10)				-4,132
(11)				79
(12)				154
(13)				40
(14)				74
(15)				53

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Form **990-PF**	**Capital Gains and Losses for Tax on Investment Income** For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12	**2011**

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	7 sh Lennar Corp Class A	P	09/25/09	02/16/12
(2)	15000 sh Asset Securitization Corpor	P	09/29/09	03/15/12
(3)	180 sh Macys Inc	P	09/29/09	12/01/11
(4)	20 sh Macys Inc	P	09/29/09	03/15/12
(5)	30 sh Macys Inc	P	09/29/09	05/16/12
(6)	5 sh Macys Inc	P	09/29/09	03/01/12
(7)	Asset Securitization Corporation due	P	09/29/09	01/17/12
(8)	Asset Securitization Corporation due	P	09/29/09	02/16/12
(9)	9 sh Devon Energy Corp New	P	10/01/09	12/01/11
(10)	25 sh Prudential Financial Inc	P	10/05/09	12/01/11
(11)	1110 sh Carrefour Sa-Sp Adr	P	10/06/09	12/01/11
(12)	124 sh Hachijuni Bank Ltd Adr	P	10/08/09	08/02/12
(13)	64.737 sh FNMA due 2-1-2036	P	10/08/09	05/25/12
(14)	66.537 sh FNMA due 2-1-2036	P	10/08/09	08/25/12
(15)	69.952 sh FNMA due 2-1-2036	P	10/08/09	07/25/12

	(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)
(1)	164		104	60
(2)	8,126		9,140	-1,014
(3)	5,863		3,290	2,573
(4)	794		366	428
(5)	1,115		548	567
(6)	193		91	102
(7)	6,309		6,309	
(8)	565		565	
(9)	585		584	1
(10)	1,253		1,228	25
(11)	5,961		9,946	-3,985
(12)	6,548		6,887	-339
(13)	65		67	-2
(14)	67		69	-2
(15)	70		73	-3

	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	
(1)				60
(2)				-1,014
(3)				2,573
(4)				428
(5)				567
(6)				102
(7)				
(8)				
(9)				1
(10)				25
(11)				-3,985
(12)				-339
(13)				-2
(14)				-2
(15)				-3

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Form 990-PF	Capital Gains and Losses for Tax on Investment Income For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12	2011

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	73.245 sh FNMA due 2-1-2036	P	10/08/09	06/25/12
(2)	4 sh Devon Energy Corp New	P	10/15/09	12/01/11
(3)	127 sh Axis Capital Holdings Ltd	P	10/16/09	05/16/12
(4)	31 sh Axis Capital Holdings Ltd	P	10/16/09	08/02/12
(5)	570 sh Safeway Inc	P	10/16/09	02/24/12
(6)	592 sh Axis Capital Holdings Ltd	P	10/16/09	12/01/11
(7)	45 sh Cognizant Tech Solutions Cl A	P	10/20/09	02/16/12
(8)	1120 sh Carrefour Sa-Sp Adr	P	10/22/09	12/01/11
(9)	136.1 sh Proctor & Gamble Gtd Esop D	P	10/22/09	07/01/12
(10)	21 sh Valero Energy Corp New	P	10/23/09	12/01/11
(11)	1205 sh Carrefour Sa-Sp Adr	P	10/28/09	12/01/11
(12)	525 sh Nexen Inc	P	10/28/09	12/01/11
(13)	140 sh Lifepoint Hosp Inc CGMI	P	10/30/09	12/11/11
(14)	15 sh Lifepoint Hosp Inc CGMI	P	10/30/09	12/15/11
(15)	40 sh PNC Financial Services Group	P	10/30/09	05/16/12

	(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)
(1)	73		76	-3
(2)	260		285	-25
(3)	4,340		3,837	503
(4)	1,005		936	69
(5)	11,965		13,226	-1,261
(6)	18,602		17,884	718
(7)	3,206		1,834	1,372
(8)	6,014		10,258	-4,244
(9)	136		172	-36
(10)	465		441	24
(11)	6,471		10,605	-4,134
(12)	8,422		11,527	-3,105
(13)	5,555		3,942	1,613
(14)	527		422	105
(15)	2,563		1,971	592

	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	
(1)				-3
(2)				-25
(3)				503
(4)				69
(5)				-1,261
(6)				718
(7)				1,372
(8)				-4,244
(9)				-36
(10)				24
(11)				-4,134
(12)				-3,105
(13)				1,613
(14)				105
(15)				592

Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 | **2011**

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	65 sh PNC Financial Services Group	P	10/30/09	12/01/11
(2)	715 sh Kinross Gold Corp-Cad New	P	10/30/09	12/01/11
(3)	10 sh PNC Financial Services Group	P	11/02/09	05/16/12
(4)	185 sh Lifepoint Hosp Inc CGMI	P	11/02/09	12/15/11
(5)	16 sh Joy Global Inc	P	11/04/09	08/22/12
(6)	17 sh Joy Global Inc	P	11/04/09	02/10/12
(7)	25000 sh First Union Natl Bank Coml	P	11/04/09	11/15/11
(8)	72 sh Joy Global Inc	P	11/04/09	12/01/11
(9)	First Union Natl Bank Coml Mtg due 1	P	11/04/09	09/14/11
(10)	First Union Natl Bank Coml Mtg due 1	P	11/04/09	10/17/11
(11)	186 sh Dicks Sporting Goods Inc	P	11/05/09	01/18/12
(12)	196 sh Dicks Sporting Goods Inc	P	11/05/09	12/01/11
(13)	240 sh Freeport McMoran Copper & Gol	P	11/06/09	12/16/11
(14)	40 sh Freeport McMoran Copper & Gold	P	11/06/09	12/01/11
(15)	400 sh Goodyear Tire & Rubber Co	P	11/06/09	02/27/12

	(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)
(1)	3,459		3,202	257
(2)	10,015		13,059	-3,044
(3)	641		511	130
(4)	6,504		5,302	1,202
(5)	915		846	69
(6)	1,433		899	534
(7)	956		2,251	-1,295
(8)	6,464		3,806	2,658
(9)	3,259		3,259	
(10)	2,617		2,617	
(11)	7,624		4,556	3,068
(12)	7,613		4,800	2,813
(13)	9,013		9,539	-526
(14)	1,592		1,590	2
(15)	5,159		5,255	-96

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))
(1)				257
(2)				-3,044
(3)				130
(4)				1,202
(5)				69
(6)				534
(7)				-1,295
(8)				2,658
(9)				
(10)				
(11)				3,068
(12)				2,813
(13)				-526
(14)				2
(15)				-96

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** **2011**

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	957 sh Dicks Sporting Goods Inc	P	11/06/09	01/18/12
(2)	215.02 sh FNMA due 6-1-2026	P	11/09/09	07/25/12
(3)	220.72 sh FNMA due 6-1-2026	P	11/09/09	08/25/12
(4)	316.36 sh FNMA due 6-1-2026	P	11/09/09	05/25/12
(5)	328.81 sh FNMA due 6-1-2026	P	11/09/09	06/25/12
(6)	43 sh Oracle Corp	P	11/09/09	02/10/12
(7)	FNMA due 6-1-2026 return of principa	P	11/09/09	09/26/11
(8)	FNMA due 6-1-2026 return of principa	P	11/09/09	10/25/11
(9)	FNMA due 6-1-2026 return of principa	P	11/09/09	11/25/11
(10)	FNMA due 6-1-2026 return of principa	P	11/09/09	12/27/11
(11)	FNMA due 6-1-2026 return of principa	P	11/09/09	01/25/12
(12)	FNMA due 6-1-2026 return of principa	P	11/09/09	03/25/12
(13)	FNMA due 6-1-2026 return of principa	P	11/09/09	04/25/12
(14)	FNMA due 6-1-2026 reutrn of principa	P	11/09/09	02/25/12
(15)	25000 sh GE Capital Commercial Mtge	P	11/12/09	01/05/12

	(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)
(1)	39,225		23,531	15,694
(2)	215		229	-14
(3)	221		235	-14
(4)	316		336	-20
(5)	329		349	-20
(6)	1,218		805	413
(7)	503		503	
(8)	232		232	
(9)	254		254	
(10)	317		317	
(11)	255		255	
(12)	329		329	
(13)	554		554	
(14)	274		274	
(15)	25,956		26,006	-50

	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))
(1)				15,694
(2)				-14
(3)				-14
(4)				-20
(5)				-20
(6)				413
(7)				
(8)				
(9)				
(10)				
(11)				
(12)				
(13)				
(14)				
(15)				-50

Form **990-PF** | **Capital Gains and Losses for Tax on Investment Income** | **2011**

For calendar year 2011, or tax year beginning 09/01/11, and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	945 sh Nokia Corp Sponsored Adr	P	11/18/09	12/01/11
(2)	20000 sh Manufacturers due 4-1-2013	P	11/19/09	07/02/12
(3)	29 sh Devon Energy Corp New	P	11/19/09	12/01/11
(4)	430 sh Mgic Invt Corp Wis	P	11/19/09	12/01/11
(5)	30000 sh Small Business Administrati	P	11/20/09	02/22/12
(6)	Small Business Adminstration due 4-1	P	11/20/09	10/01/11
(7)	580 sh Mgic Invt Corp Wis	P	11/23/09	12/01/11
(8)	110 sh Baxter Intl Inc	P	11/24/09	09/12/11
(9)	45000 sh Community Program Ln Tr due	P	11/24/09	04/09/12
(10)	60 sh Baxter Intl Inc	P	11/24/09	12/01/11
(11)	141 sh Fibria Cellulose S A Adr	P	11/27/09	12/01/11
(12)	145 sh Express Scripts Inc Common CG	P	11/30/09	09/16/11
(13)	20 sh Cooper Industries Plc	P	11/30/09	02/16/12
(14)	330 sh Cooper Industries Plc Cl A	P	11/30/09	06/20/12
(15)	65 sh Cooper Industries Plc Dublin	P	11/30/09	12/01/11

	(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)
(1)	5,338		13,183	-7,845
(2)	20,000		18,350	1,650
(3)	1,886		2,036	-150
(4)	1,316		1,899	-583
(5)	17,840		17,526	314
(6)	1,019		1,019	
(7)	1,775		2,562	-787
(8)	5,795		6,041	-246
(9)	760		811	-51
(10)	3,131		3,295	-164
(11)	1,085		2,137	-1,052
(12)	5,928		6,187	-259
(13)	1,211		834	377
(14)	22,509		13,766	8,743
(15)	3,576		2,711	865

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))
(1)				-7,845
(2)				1,650
(3)				-150
(4)				-583
(5)				314
(6)				
(7)				-787
(8)				-246
(9)				-51
(10)				-164
(11)				-1,052
(12)				-259
(13)				377
(14)				8,743
(15)				865

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Form 990-PF — Capital Gains and Losses for Tax on Investment Income — 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	10 sh Micron Technology Inc	P	12/03/09	08/16/12
(2)	620 sh Micron Technology Inc	P	12/03/09	12/01/11
(3)	1 sh Valero Energy Corp New	P	12/09/09	05/16/12
(4)	52 sh Valero Energy Corp New	P	12/09/09	12/01/11
(5)	645 sh Dai Nipppn Prgt Ltd Japan	P	12/10/09	08/02/12
(6)	65000 sh Ginnie Mae Series 2005-15 C	P	12/16/09	11/16/11
(7)	Ginnie Mae Series 2005-59 Class A du	P	12/16/09	09/16/11
(8)	Ginnie Mae Series 2005-59 Class A du	P	12/16/09	10/16/11
(9)	20 sh Ameriprise Financial Inc	P	12/17/09	12/01/11
(10)	257 sh Barrick Gold Corp	P	12/17/09	08/02/12
(11)	320 sh Navistar Intl Corp New	P	12/18/09	11/08/11
(12)	25000 sh Noble Corp due 6-1-2013	P	12/21/09	03/27/12
(13)	20000 sh Equifax Inc due 12-1-2014	P	12/22/09	02/14/12
(14)	1675.85 sh College & University Tr T	P	12/23/09	06/01/12
(15)	25000 sh Raymond James Financial due	P	12/23/09	04/27/12

	(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)
(1)	66		85	-19
(2)	3,677		5,295	-1,618
(3)	22		16	6
(4)	1,151		845	306
(5)	4,708		8,566	-3,858
(6)	1,265		1,493	-228
(7)	2,785		2,785	
(8)	222		222	
(9)	908		760	148
(10)	8,424		9,890	-1,466
(11)	13,525		11,222	2,303
(12)	26,388		27,122	-734
(13)	21,300		20,360	940
(14)	1,676		222	1,454
(15)	30,413		27,272	3,141

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))
(1)				-19
(2)				-1,618
(3)				6
(4)				306
(5)				-3,858
(6)				-228
(7)				
(8)				
(9)				148
(10)				-1,466
(11)				2,303
(12)				-734
(13)				940
(14)				1,454
(15)				3,141

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	College & University Tr Two due 6-1-	P	12/23/09	12/01/11
(2)	11 sh Valero Energy Corp New	P	12/24/09	05/16/12
(3)	35000 sh Small Business Admin due 2-	P	12/24/09	03/29/12
(4)	Small Business Administration due 2-	P	12/24/09	11/10/11
(5)	10 sh Boeing Co	P	01/05/10	01/12/12
(6)	100 sh Boeing Co	P	01/05/10	01/03/12
(7)	85 sh Boeing Co	P	01/05/10	12/01/11
(8)	6 sh Yahoo Inc	P	01/07/10	09/07/11
(9)	139 sh GlaxoSmithKline Plc Sp Adr	P	01/08/10	12/01/11
(10)	182 sh GlaxoSmithKline Plc Sp Adr	P	01/08/10	11/08/11
(11)	86.316 sh FNMA due 2-1-2036	P	01/11/10	05/25/12
(12)	88.716 sh FNMA due 2-1-2036	P	01/11/10	08/25/12
(13)	93.269 sh FNMA due 2-1-2036	P	01/11/10	07/25/12
(14)	97.661 sh FNMA due 2-1-2036	P	01/11/10	06/25/12
(15)	189 sh Astrazeneca Plc Spon Adr	P	01/12/10	12/01/11

	(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)
(1)	4,280		4,280	
(2)	242		187	55
(3)	22,837		23,197	-360
(4)	421		421	
(5)	753		575	178
(6)	7,451		5,752	1,699
(7)	5,990		4,889	1,101
(8)	80		101	-21
(9)	6,167		5,750	417
(10)	8,086		7,529	557
(11)	86		89	-3
(12)	89		92	-3
(13)	93		96	-3
(14)	98		101	-3
(15)	8,623		8,984	-361

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))
(1)				
(2)				55
(3)				-360
(4)				
(5)				178
(6)				1,699
(7)				1,101
(8)				-21
(9)				417
(10)				557
(11)				-3
(12)				-3
(13)				-3
(14)				-3
(15)				-361

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 | **2011**

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	215 sh Astrazeneca Plc Spon Adr	P	01/14/10	12/01/11
(2)	262 sh GlaxoSmithKline Plc Sp Adr	P	01/14/10	12/01/11
(3)	1000.35 sh GNR 2008-14 due 10-16-203	P	01/22/10	08/16/12
(4)	5846.58 sh GNR 2008-14 due 10-16-203	P	01/22/10	07/16/12
(5)	14 sh Motorola Solutions Inc	P	01/25/10	11/03/11
(6)	2.3314 sh Motorola Solutions Inc	P	01/25/10	12/01/11
(7)	3.0913 sh Motorola Solutions	P	01/25/10	10/28/11
(8)	38 sh Alcoa Inc	P	01/25/10	12/01/11
(9)	11 sh United States Steel Corp New	P	01/26/10	10/10/11
(10)	26 sh United States Steel Corp New	P	01/26/10	10/05/11
(11)	41 sh Alcoa Inc	P	01/26/10	12/01/11
(12)	3 sh Yahoo Inc	P	01/27/10	12/01/11
(13)	32 sh Yahoo Inc	P	01/27/10	10/24/11
(14)	54 sh Yahoo Inc	P	01/27/10	09/07/11
(15)	14.4242 sh Motorola Solutions Inc	P	01/28/10	12/01/11

	(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)
(1)	9,810		10,582	-772
(2)	11,624		10,992	632
(3)	1,000		1,050	-50
(4)	5,817		6,108	-291
(5)	650		409	241
(6)	108		68	40
(7)	146		90	56
(8)	372		509	-137
(9)	252		561	-309
(10)	565		1,325	-760
(11)	401		551	-150
(12)	49		48	1
(13)	530		510	20
(14)	720		861	-141
(15)	668		383	285

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))
(1)				-772
(2)				632
(3)				-50
(4)				-291
(5)				241
(6)				40
(7)				56
(8)				-137
(9)				-309
(10)				-760
(11)				-150
(12)				1
(13)				20
(14)				-141
(15)				285

Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	5 sh Morgan Stanley	P	01/28/10	09/23/11
(2)	600 sh East West Bancorp Inc	P	01/28/10	09/22/11
(3)	76 sh Alcoa Inc	P	01/28/10	12/01/11
(4)	112 sh Royal Dutch Shell Plc Adr	P	02/02/10	10/06/11
(5)	17 sh Agrium Inc Usd	P	02/03/10	02/10/12
(6)	17 sh Agrium Inc Usd	P	02/03/10	08/22/12
(7)	178 sh Kinross Gold Corp-Cad New	P	02/03/10	12/01/11
(8)	74 sh Agrium Inc Usd	P	02/03/10	12/01/11
(9)	30000 sh Small Business Admin due 12	P	02/04/10	03/28/12
(10)	323 sh Axis Capital Holdings Ltd	P	02/04/10	08/02/12
(11)	Small Business Administration due 12	P	02/04/10	12/01/11
(12)	14 sh Core Laboratories N V-USD	P	02/05/10	02/10/12
(13)	20 sh Ameriprise Financial Inc	P	02/05/10	12/01/11
(14)	235 sh Core Laboratories N V-USD	P	02/05/10	08/14/12
(15)	41 sh Alcoa Inc	P	02/05/10	12/01/11

	(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)
(1)	68		138	-70
(2)	8,801		10,253	-1,452
(3)	744		985	-241
(4)	7,112		6,170	942
(5)	1,388		1,042	346
(6)	1,692		1,042	650
(7)	2,493		3,094	-601
(8)	5,209		4,535	674
(9)	21,303		20,581	722
(10)	10,474		9,204	1,270
(11)	820		820	
(12)	1,715		812	903
(13)	908		757	151
(14)	27,537		13,629	13,908
(15)	401		532	-131

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))
(1)				-70
(2)				-1,452
(3)				-241
(4)				942
(5)				346
(6)				650
(7)				-601
(8)				674
(9)				722
(10)				1,270
(11)				
(12)				903
(13)				151
(14)				13,908
(15)				-131

Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 | **2011**

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	61 sh Core Laboratroites N V-Usd	P	02/05/10	12/01/11
(2)	845 sh Gold Fields Ltd Sp Adr	P	02/05/10	08/02/12
(3)	95 sh Core Laboratroites N V-Usd	P	02/05/10	11/08/11
(4)	96 sh Core Laboratories N V-USD	P	02/05/10	05/23/12
(5)	20 sh Ensco Plc Adr	P	02/08/10	12/01/11
(6)	8 sh Ensco Plc Adr	P	02/12/10	12/01/11
(7)	860 sh Micron Technology Inc	P	02/16/10	08/16/12
(8)	155 sh Limited Brands Inc	P	02/17/10	12/01/11
(9)	20 sh Limited Brands Inc	P	02/17/10	02/16/12
(10)	50 sh Limited Brands Inc	P	02/17/10	08/21/12
(11)	10 sh Ensco Plc Adr	P	02/18/10	12/01/11
(12)	26 sh Ensco Plc Adr	P	02/23/10	12/01/11
(13)	575 sh MS&AD Insurance Unspon Adr	P	02/24/10	12/01/11
(14)	13 sh Ensco Plc Adr	P	02/25/10	12/01/11
(15)	20000 sh US Treasury Notes due 2-29-	P	02/26/10	02/29/12

	(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)
(1)	7,159		3,538	3,621
(2)	11,032		9,497	1,535
(3)	10,589		5,510	5,079
(4)	13,107		5,568	7,539
(5)	1,043		776	267
(6)	417		321	96
(7)	5,667		7,435	-1,768
(8)	6,551		3,247	3,304
(9)	912		419	493
(10)	2,397		1,047	1,350
(11)	521		422	99
(12)	1,355		1,104	251
(13)	5,595		7,090	-1,495
(14)	678		568	110
(15)	20,000		20,030	-30

	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))
(1)				3,621
(2)				1,535
(3)				5,079
(4)				7,539
(5)				267
(6)				96
(7)				-1,768
(8)				3,304
(9)				493
(10)				1,350
(11)				99
(12)				251
(13)				-1,495
(14)				110
(15)				-30

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Form 990-PF — Capital Gains and Losses for Tax on Investment Income — 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	41 sh Alcoa Inc	P	03/01/10	12/01/11
(2)	124 sh Spdr S&P Midcap 400 ETF Tr	P	03/02/10	12/01/11
(3)	28 sh Spdr S&P Midcap 400 ETF Tr	P	03/02/10	08/22/12
(4)	29 sh Spdr S&P Midcap 400 ETF Tr	P	03/02/10	02/10/12
(5)	313 sh Cameco Corp	P	03/03/10	12/01/11
(6)	127 sh Discovery Communications Ser	P	03/09/10	07/05/12
(7)	164 sh Discovery Communications Inc	P	03/09/10	12/01/11
(8)	23 sh Discovery Communications Ser A	P	03/09/10	08/22/12
(9)	285 sh Discovery Communications Inc	P	03/09/10	05/01/12
(10)	39 sh Discovery Communications Inc	P	03/09/10	02/10/12
(11)	76.17 sh CVS Caremark due 12-10-2028	P	03/12/10	05/10/12
(12)	76.55 sh CVS Caremark due 12-10-2028	P	03/12/10	06/10/12
(13)	76.94 sh CVS Caremark due 12-10-2028	P	03/12/10	07/10/12
(14)	77.33 sh CVS Caremark due 12-10-2028	P	03/12/10	08/10/12
(15)	CVS Pass Through Trust due 12-10-202	P	03/12/10	09/10/11

	(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)
(1)	401		545	-144
(2)	19,880		17,069	2,811
(3)	4,953		3,854	1,099
(4)	5,075		3,992	1,083
(5)	5,862		8,457	-2,595
(6)	6,815		4,055	2,760
(7)	6,784		5,236	1,548
(8)	1,214		734	480
(9)	15,590		9,099	6,491
(10)	1,740		1,245	495
(11)	76		65	11
(12)	77		66	11
(13)	77		66	11
(14)	77		66	11
(15)	73		73	

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))
(1)				-144
(2)				2,811
(3)				1,099
(4)				1,083
(5)				-2,595
(6)				2,760
(7)				1,548
(8)				480
(9)				6,491
(10)				495
(11)				11
(12)				11
(13)				11
(14)				11
(15)				

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** — **2011**

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	CVS Pass Through Trust due 12-10-202	P	03/12/10	10/10/11
(2)	CVS Pass Through Trust due 12-10-202	P	03/12/10	11/10/11
(3)	CVS Pass Through Trust due 12-10-202	P	03/12/10	12/10/11
(4)	CVS Pass Through Trust due 12-10-202	P	03/12/10	01/10/12
(5)	CVS Pass Through Trust due 12-10-202	P	03/12/10	02/10/12
(6)	CVS Pass Through Trust due 12-10-202	P	03/12/10	03/10/12
(7)	CVS Pass Through Trust due 12-10-202	P	03/12/10	04/10/12
(8)	1 sh Ameriprise Financial Inc	P	03/18/10	05/16/12
(9)	6 sh Ameriprise Financial Inc	P	03/18/10	12/01/11
(10)	6 sh Ameriprise Financial Inc	P	03/18/10	05/11/12
(11)	1528 sh Electricite De France-Eur	P	03/23/10	12/01/11
(12)	30000 sh Small Business Admin due 8-	P	03/23/10	03/28/12
(13)	507 sh Electricite De France Adr	P	03/23/10	08/02/12
(14)	8 sh Ensco Plc Adr	P	03/23/10	12/01/11
(15)	Small Business Administration due 8-	P	03/23/10	02/01/12

	(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)
(1)	74		74	
(2)	74		74	
(3)	74		74	
(4)	75		75	
(5)	75		75	
(6)	75		75	
(7)	76		76	
(8)	48		45	3
(9)	272		269	3
(10)	304		269	35
(11)	8,159		15,813	-7,654
(12)	20,719		20,013	706
(13)	1,942		5,247	-3,305
(14)	417		354	63
(15)	1,105		1,105	

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))
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				
(7)				
(8)				3
(9)				3
(10)				35
(11)				-7,654
(12)				706
(13)				-3,305
(14)				63
(15)				

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Form 990-PF	Capital Gains and Losses for Tax on Investment Income For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12	2011

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	10000 sh US Treasury Notes Ser W-201	P	03/24/10	03/01/12
(2)	15 sh Lifepoint Hosp Inc CGMI	P	03/24/10	12/15/11
(3)	195 sh Lifepoint Hosp Inc CGMI	P	03/24/10	01/11/12
(4)	65 sh Lifepoint Hosp Inc CGMI	P	03/24/10	01/10/12
(5)	150 sh Ameren Corp	P	03/25/10	12/01/11
(6)	190 sh Cloud Peak Energy Inc	P	03/25/10	12/01/11
(7)	50 sh Ameren Corp	P	03/25/10	12/06/11
(8)	1 sh Devon Energy Corp New	P	03/26/10	01/09/12
(9)	10000 sh Manufacturers due 4-1-2013	P	03/26/10	07/02/12
(10)	135 sh Yahoo Inc	P	03/26/10	12/01/11
(11)	16 sh Yahoo Inc	P	03/26/10	12/14/11
(12)	2 sh Ensco Plc Adr	P	03/26/10	12/01/11
(13)	49 sh Morgan Stanley	P	03/26/10	09/23/11
(14)	5 sh Devon Energy Corp New	P	03/26/10	12/01/11
(15)	5000 sh US Treasury Notes due 2-29-2	P	03/26/10	02/29/12

	(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)
(1)	10,121		9,921	200
(2)	527		559	-32
(3)	7,165		7,272	-107
(4)	2,359		2,424	-65
(5)	5,079		3,813	1,266
(6)	3,981		3,096	885
(7)	1,601		1,271	330
(8)	66		63	3
(9)	10,000		9,725	275
(10)	2,198		2,214	-16
(11)	240		262	-22
(12)	104		86	18
(13)	666		1,421	-755
(14)	325		314	11
(15)	5,000		4,987	13

	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	
(1)				200
(2)				-32
(3)				-107
(4)				-65
(5)				1,266
(6)				885
(7)				330
(8)				3
(9)				275
(10)				-16
(11)				-22
(12)				18
(13)				-755
(14)				11
(15)				13

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** **2011**

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	9 sh Ensco Plc Adr	P	03/26/10	05/16/12
(2)	9.2829 sh Motorola Solutions Inc	P	03/26/10	12/01/11
(3)	15 sh Lennar Corp	P	03/31/10	06/27/12
(4)	18 sh Lennar Corp Class A	P	03/31/10	05/16/12
(5)	18.9943 sh Motorola Solutions Inc	P	04/05/10	12/01/11
(6)	6 sh Devon Energy Corp New	P	04/05/10	01/09/12
(7)	6 sh Devon Energy Corp New	P	04/05/10	05/16/12
(8)	270 sh MPG Office Trust Inc	P	04/07/10	12/01/11
(9)	505 sh Cameco Corp	P	04/07/10	12/01/11
(10)	1 sh Alcoa Inc	P	04/13/10	12/01/11
(11)	36 sh Alcoa Inc	P	04/13/10	03/06/12
(12)	48 sh Alcoa Inc	P	04/13/10	03/05/12
(13)	10 sh Ameriprise Financial Inc	P	04/16/10	05/16/12
(14)	1 sh Alcoa Inc	P	04/19/10	03/06/12
(15)	15 sh Chipotle Mexican Grill	P	04/19/10	12/01/11

	(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)
(1)	432		388	44
(2)	430		273	157
(3)	433		260	173
(4)	533		312	221
(5)	880		549	331
(6)	395		403	-8
(7)	372		403	-31
(8)	543		1,079	-536
(9)	9,457		13,593	-4,136
(10)	10		14	-4
(11)	343		513	-170
(12)	481		684	-203
(13)	482		471	11
(14)	10		14	-4
(15)	4,745		1,830	2,915

	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))
(1)				44
(2)				157
(3)				173
(4)				221
(5)				331
(6)				-8
(7)				-31
(8)				-536
(9)				-4,136
(10)				-4
(11)				-170
(12)				-203
(13)				11
(14)				-4
(15)				2,915

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	35 sh Alcoa Inc	P	04/19/10	03/14/12
(2)	5 sh Chipotle Mexican Grill	P	04/19/10	02/16/12
(3)	50 sh Chipotle Mexican Grill	P	04/19/10	08/10/12
(4)	1 sh Devon Energy Corp New	P	04/20/10	05/16/12
(5)	14 sh GlaxoSmithKline Plc Ads	P	04/22/10	08/02/12
(6)	156 sh Astrazeneca Plc Spon Adr	P	04/22/10	12/01/11
(7)	186 sh GlaxoSmithKline Plc Sp Adr	P	04/22/10	12/01/11
(8)	45 sh Astrazeneca Plc Ads	P	04/22/10	08/02/12
(9)	66 sh GlaxoSmithKline Plc Sp Adr	P	04/22/10	05/16/12
(10)	69 sh GlaxoSmithKline Plc Sp Adr	P	04/22/10	04/30/12
(11)	85 sh Astrazeneca Plc Ads	P	04/22/10	05/16/12
(12)	1000 sh Lightship Tankers due 6-14-2	P	04/23/10	05/21/12
(13)	34 sh Symantec Corp	P	04/27/10	12/01/11
(14)	48 sh Morgan Stanley	P	04/27/10	09/23/11
(15)	501.76 sh FHLMC due 11-1-2021	P	04/27/10	07/15/12

	(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)
(1)	363		475	-112
(2)	1,893		610	1,283
(3)	14,663		6,099	8,564
(4)	62		67	-5
(5)	644		546	98
(6)	7,118		7,039	79
(7)	8,252		7,260	992
(8)	2,111		2,030	81
(9)	2,994		2,576	418
(10)	3,190		2,693	497
(11)	3,594		3,835	-241
(12)	1,000		1,100	-100
(13)	554		580	-26
(14)	653		1,467	-814
(15)	502		534	-32

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))
(1)				-112
(2)				1,283
(3)				8,564
(4)				-5
(5)				98
(6)				79
(7)				992
(8)				81
(9)				418
(10)				497
(11)				-241
(12)				-100
(13)				-26
(14)				-814
(15)				-32

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	518.56 sh FHLMC due 11-1-2021	P	04/27/10	08/15/12
(2)	523.98 sh FHLMC due 11-1-2021	P	04/27/10	06/15/12
(3)	603.55 sh FHLMC due 11-1-2021	P	04/27/10	05/15/12
(4)	FHLMC due 11-1-2021 return of princi	P	04/27/10	09/15/11
(5)	FHLMC due 11-1-2021 return of princi	P	04/27/10	10/15/11
(6)	FHLMC due 11-1-2021 return of princi	P	04/27/10	11/15/11
(7)	FHLMC due 11-1-2021 return of princi	P	04/27/10	12/15/11
(8)	FHLMC due 11-1-2021 return of princi	P	04/27/10	01/15/12
(9)	FHLMC due 11-1-2021 return of princi	P	04/27/10	02/15/12
(10)	FHLMC due 11-1-2021 return of princi	P	04/27/10	03/15/12
(11)	FHLMC due 11-1-2021 return of princi	P	04/27/10	04/15/12
(12)	30 sh Alexion Pharmaceuticals Inc	P	04/28/10	02/16/12
(13)	42 sh Alexion Pharm Inc	P	04/28/10	08/21/12
(14)	95 sh Alexion Pharmaceuticals Inc	P	04/28/10	12/01/11
(15)	65 sh Valero Energy Corp New	P	04/29/10	03/14/12

	(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)
(1)	519		551	-32
(2)	524		557	-33
(3)	604		642	-38
(4)	758		758	
(5)	604		604	
(6)	672		672	
(7)	717		717	
(8)	721		721	
(9)	585		585	
(10)	689		689	
(11)	630		630	
(12)	2,483		815	1,668
(13)	4,262		1,140	3,122
(14)	6,452		2,580	3,872
(15)	1,823		1,360	463

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))
(1)				-32
(2)				-33
(3)				-38
(4)				
(5)				
(6)				
(7)				
(8)				
(9)				
(10)				
(11)				
(12)				1,668
(13)				3,122
(14)				3,872
(15)				463

Capital Gains and Losses for Tax on Investment Income

Form **990-PF** **2011**

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	143 sh Nokia Corp Sponsored Adr	P	04/30/10	12/01/11
(2)	293 sh Nokia Cp Adr	P	04/30/10	08/02/12
(3)	44 sh Symantec Corp	P	04/30/10	12/01/11
(4)	1 sh United States Steel Corp New	P	05/03/10	10/12/11
(5)	12 sh United States Steel Corp New	P	05/03/10	10/10/11
(6)	18 sh Morgan Stanley	P	05/06/10	09/23/11
(7)	21 sh Alcoa Inc	P	05/06/10	05/16/12
(8)	24 sh Alcoa Inc	P	05/06/10	05/18/12
(9)	27 sh Morgan Stanley	P	05/06/10	10/05/11
(10)	70 sh Alcoa Inc	P	05/06/10	03/14/12
(11)	13 sh Baker Hughes Inc	P	05/07/10	12/01/11
(12)	130 sh Huntsman Corp	P	05/07/10	12/01/11
(13)	150 sh PPL Corp	P	05/07/10	12/01/11
(14)	210 sh PPL Corp	P	05/07/10	12/21/11
(15)	230 sh PPL Corp	P	05/07/10	07/13/12

	(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)
(1)	808		1,743	-935
(2)	645		3,572	-2,927
(3)	717		742	-25
(4)	24		54	-30
(5)	275		645	-370
(6)	245		517	-272
(7)	180		259	-79
(8)	203		296	-93
(9)	376		776	-400
(10)	726		865	-139
(11)	717		583	134
(12)	1,440		1,305	135
(13)	4,499		3,711	788
(14)	6,172		5,195	977
(15)	6,511		5,690	821

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))
(1)				-935
(2)				-2,927
(3)				-25
(4)				-30
(5)				-370
(6)				-272
(7)				-79
(8)				-93
(9)				-400
(10)				-139
(11)				134
(12)				135
(13)				788
(14)				977
(15)				821

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	25 sh Yahoo Inc	P	05/07/10	12/14/11
(2)	29 sh Morgan Stanley	P	05/07/10	10/05/11
(3)	430 sh Huntsman Corp	P	05/07/10	12/06/11
(4)	46 sh Morgan Stanley	P	05/07/10	10/05/11
(5)	770 sh Huntsman Corp	P	05/07/10	07/13/12
(6)	79 sh Yahoo Inc	P	05/07/10	12/16/11
(7)	5 sh Perrigo Company	P	05/10/10	02/16/12
(8)	65 sh Perrigo Company	P	05/10/10	12/01/11
(9)	59 sh Morgan Stanley	P	05/12/10	10/05/11
(10)	Small Business Administration due 5-	P	05/12/10	11/01/11
(11)	Small Business Administration due 5-	P	05/12/10	05/01/12
(12)	11 sh United States Steel Corp New	P	05/14/10	10/12/11
(13)	1665 sh Finmeccanica Spa-Eur	P	05/14/10	12/12/11
(14)	6 sh United States Steel Corp New	P	05/14/10	10/13/11
(15)	9 sh United States Steel Corp New	P	05/14/10	10/17/11

	(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)
(1)	375		388	-13
(2)	404		796	-392
(3)	4,491		4,316	175
(4)	640		1,262	-622
(5)	8,872		7,729	1,143
(6)	1,183		1,225	-42
(7)	470		308	162
(8)	6,372		3,999	2,373
(9)	821		1,632	-811
(10)	2,168		2,168	
(11)	1,502		1,502	
(12)	267		590	-323
(13)	6,246		9,660	-3,414
(14)	143		322	-179
(15)	217		483	-266

	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	
(1)				-13
(2)				-392
(3)				175
(4)				-622
(5)				1,143
(6)				-42
(7)				162
(8)				2,373
(9)				-811
(10)				
(11)				
(12)				-323
(13)				-3,414
(14)				-179
(15)				-266

Capital Gains and Losses for Tax on Investment Income

Form **990-PF** For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 **2011**

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	1015 sh Societe Generale Spon Adr	P	05/17/10	02/08/12
(2)	70 sh Textainer Group Hldgs	P	05/17/10	12/01/11
(3)	10 sh Precision Castparts Corp	P	05/18/10	02/10/12
(4)	12 sh CBS Corp New Class B	P	05/18/10	05/16/12
(5)	242 sh Precision Castparts Corp	P	05/18/10	06/27/12
(6)	4 sh CBS Corp New Class B	P	05/18/10	06/20/12
(7)	412 sh Hasbro Inc	P	05/18/10	09/07/11
(8)	44 sh Precision Castparts Corp	P	05/18/10	12/01/11
(9)	449 sh Hasbro Inc	P	05/18/10	09/01/11
(10)	7 sh CBS Corp New Cl B Shrs	P	05/18/10	07/02/12
(11)	79 sh CBS Corp New Class B	P	05/18/10	12/01/11
(12)	113 sh Nexen Inc	P	05/19/10	07/23/12
(13)	1343 sh Finmeccanica Spa-Eur	P	05/19/10	12/01/11
(14)	149 sh Nexen Inc	P	05/19/10	12/01/11
(15)	18 sh Baker Hughes Inc	P	05/19/10	12/01/11

	(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)
(1)	6,483		8,971	-2,488
(2)	1,914		1,740	174
(3)	1,687		1,224	463
(4)	383		183	200
(5)	39,348		29,611	9,737
(6)	128		61	67
(7)	14,902		17,354	-2,452
(8)	7,209		5,384	1,825
(9)	17,313		18,913	-1,600
(10)	230		107	123
(11)	2,006		1,208	798
(12)	2,913		2,379	534
(13)	2,879		7,554	-4,675
(14)	2,390		3,137	-747
(15)	992		788	204

	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))
(1)				-2,488
(2)				174
(3)				463
(4)				200
(5)				9,737
(6)				67
(7)				-2,452
(8)				1,825
(9)				-1,600
(10)				123
(11)				798
(12)				534
(13)				-4,675
(14)				-747
(15)				204

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	207 sh Nexen, Inc.	P	05/19/10	02/09/12
(2)	448 sh Alumina Ltd Sponsored Adr	P	05/19/10	12/01/11
(3)	467 sh Finmeccanica Spa-Eur	P	05/19/10	10/12/11
(4)	582 sh Alumina Ltd	P	05/19/10	08/02/12
(5)	81 sh Nexen Inc	P	05/19/10	05/16/12
(6)	Federal Express Corp due 1-2-2014 re	P	05/19/10	01/02/12
(7)	7 sh United States Steel Corp New	P	05/21/10	10/17/11
(8)	955 sh Allianz Se Adr GCMI	P	05/21/10	12/01/11
(9)	205 sh Allianz Se Adr	P	05/24/10	02/09/12
(10)	272 sh Allianz SE Ads	P	05/24/10	08/02/12
(11)	344 sh Nokia Cp Adr	P	05/24/10	08/02/12
(12)	40 sh Textainer Group Hldgs	P	05/24/10	12/01/11
(13)	433 sh Allianz Se Adr GCMI	P	05/24/10	12/01/11
(14)	123 sh Cameco Corp	P	05/25/10	12/01/11
(15)	268 sh Cameco Corp	P	05/25/10	02/09/12

	(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)
(1)	3,874		4,359	-485
(2)	2,599		2,479	120
(3)	1,752		2,627	-875
(4)	1,688		3,220	-1,532
(5)	1,285		1,706	-421
(6)	5,087		5,087	
(7)	169		334	-165
(8)	9,773		9,701	72
(9)	2,409		2,053	356
(10)	2,557		2,724	-167
(11)	757		3,466	-2,709
(12)	1,094		937	157
(13)	4,431		4,336	95
(14)	2,303		2,895	-592
(15)	6,286		6,284	2

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))
(1)				-485
(2)				120
(3)				-875
(4)				-1,532
(5)				-421
(6)				
(7)				-165
(8)				72
(9)				356
(10)				-167
(11)				-2,709
(12)				157
(13)				95
(14)				-592
(15)				2

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	30000 sh US Treasury Notes due 2-29-	P	05/26/10	02/29/12
(2)	310 sh Hospira Inc	P	05/27/10	09/19/11
(3)	258 sh Newcrest Mining Ltd Spons Adr	P	05/28/10	08/02/12
(4)	65 sh Boeing Co	P	06/02/10	01/12/12
(5)	70 sh Boeing Co	P	06/02/10	01/31/12
(6)	11 sh Textron Inc	P	06/03/10	12/01/11
(7)	145 sh Terex Corp New	P	06/03/10	02/23/12
(8)	230 sh Terex Corp New	P	06/03/10	02/17/12
(9)	25 sh United States Steel Corp New	P	06/03/10	10/20/11
(10)	290 sh Terex Corp New	P	06/03/10	12/01/11
(11)	18 sh Alcoa Inc	P	06/04/10	05/18/12
(12)	2 sh Morgan Stanley	P	06/04/10	10/05/11
(13)	23 sh Morgan Stanley	P	06/04/10	10/07/11
(14)	24 sh Alcoa Inc	P	06/04/10	06/01/12
(15)	28 sh Alcoa Inc	P	06/04/10	05/22/12

	(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)
(1)	30,000		30,061	-61
(2)	11,946		16,005	-4,059
(3)	6,264		7,061	-797
(4)	4,895		4,106	789
(5)	5,198		4,422	776
(6)	213		225	-12
(7)	3,722		3,237	485
(8)	5,817		5,134	683
(9)	565		977	-412
(10)	4,624		6,474	-1,850
(11)	153		195	-42
(12)	28		52	-24
(13)	329		600	-271
(14)	201		260	-59
(15)	239		304	-65

	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))
(1)				-61
(2)				-4,059
(3)				-797
(4)				789
(5)				776
(6)				-12
(7)				485
(8)				683
(9)				-412
(10)				-1,850
(11)				-42
(12)				-24
(13)				-271
(14)				-59
(15)				-65

Capital Gains and Losses for Tax on Investment Income

Form **990-PF** — For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 — **2011**

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	52 sh Alcoa Inc	P	06/04/10	05/30/12
(2)	53 sh Symantec Corp	P	06/04/10	12/01/11
(3)	8 sh Symantec Corp	P	06/04/10	05/16/12
(4)	46 sh Textron Inc	P	06/07/10	12/01/11
(5)	6 sh Textron Inc	P	06/08/10	12/01/11
(6)	55 sh Textron Inc	P	06/15/10	12/01/11
(7)	20 sh Cognizant Tech Solutions Cl A	P	06/16/10	02/16/12
(8)	200 sh Cognizant Tech Solutions Cl A	P	06/16/10	05/16/12
(9)	30 sh Wynn Resorts Ltd	P	06/16/10	12/01/11
(10)	41 sh Cognizant Tech Solutions Cl A	P	06/16/10	06/20/12
(11)	85 sh Wynn Resorts Ltd	P	06/16/10	12/15/11
(12)	35000 sh GE Capital Credit Card Mast	P	06/18/10	10/17/11
(13)	150 sh United Continental Holdings I	P	06/22/10	12/01/11
(14)	34 sh United Continental Holdings In	P	06/22/10	08/22/12
(15)	36 sh United Continental Holdings In	P	06/22/10	02/10/12

	(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)
(1)	453		564	-111
(2)	863		767	96
(3)	121		116	5
(4)	892		857	35
(5)	116		113	3
(6)	854		874	-20
(7)	1,425		1,079	346
(8)	12,192		10,792	1,400
(9)	3,565		2,578	987
(10)	2,399		2,158	241
(11)	8,844		7,303	1,541
(12)	35,744		34,996	748
(13)	2,894		3,336	-442
(14)	657		756	-99
(15)	854		801	53

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))
(1)				-111
(2)				96
(3)				5
(4)				35
(5)				3
(6)				-20
(7)				346
(8)				1,400
(9)				987
(10)				241
(11)				1,541
(12)				748
(13)				-442
(14)				-99
(15)				53

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 | **2011**

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	21 sh Textron Inc	P	06/25/10	05/16/12
(2)	5 sh Textron Inc	P	06/25/10	05/16/12
(3)	69 sh Textron Inc	P	06/25/10	12/01/11
(4)	11 sh United States Steel Corp New	P	06/28/10	10/18/11
(5)	14 sh Symantec Corp	P	06/28/10	05/16/12
(6)	17 sh Symantec Corp	P	06/28/10	06/19/12
(7)	21 sh Symantec Corp	P	06/28/10	06/06/12
(8)	39 sh Symantec Corp	P	06/28/10	05/30/12
(9)	6 sh Symantec Corp	P	06/28/10	06/20/12
(10)	7 sh United States Steel Corp New	P	06/28/10	10/17/11
(11)	10000 sh US Tresaury Note due 7-15-1	P	06/29/10	07/12/12
(12)	34 sh Symantec Corp	P	06/29/10	06/20/12
(13)	34 sh Symantec Corp	P	06/29/10	07/06/12
(14)	5000 sh US Treasury Notes due 2-29-2	P	06/29/10	02/29/12
(15)	15 sh United States Steel Corp New	P	06/30/10	10/18/11

	(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)
(1)	489		395	94
(2)	116		95	21
(3)	1,339		1,308	31
(4)	255		458	-203
(5)	212		202	10
(6)	254		246	8
(7)	310		304	6
(8)	579		564	15
(9)	90		87	3
(10)	169		291	-122
(11)	12,790		13,632	-842
(12)	510		477	33
(13)	479		477	2
(14)	5,000		5,029	-29
(15)	347		586	-239

	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	
(1)				94
(2)				21
(3)				31
(4)				-203
(5)				10
(6)				8
(7)				6
(8)				15
(9)				3
(10)				-122
(11)				-842
(12)				33
(13)				2
(14)				-29
(15)				-239

Capital Gains and Losses for Tax on Investment Income

Form **990-PF** For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 **2011**

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	3 sh United States Steel Corp New	P	06/30/10	10/20/11
(2)	7 sh United States Steel Corp New	P	06/30/10	10/20/11
(3)	21 sh Terex Corp New	P	07/01/10	12/01/11
(4)	12 sh Anadarko Petroleum Corp	P	07/16/10	12/01/11
(5)	330 sh Clear Channell Outdoor Hldgs	P	07/21/10	12/01/11
(6)	Clear Channel Outdoor Holdings Inc -	P	07/21/10	03/21/12
(7)	2 sh Anadarko Petroleum Corp	P	07/27/10	02/06/12
(8)	3 sh Anadarko Petroleum Corp	P	07/27/10	02/22/12
(9)	37 sh United States Steel Corp New	P	07/27/10	10/20/11
(10)	6 sh Anadarko Petroleum Corp	P	07/27/10	02/07/12
(11)	9 sh Anadarko Petroleum Corp	P	07/27/10	12/01/11
(12)	5000 sh US Tresaury Note due 7-15-12	P	07/29/10	07/12/12
(13)	59 sh Terex Corp New	P	08/02/10	12/01/11
(14)	67 sh Symantec Corp	P	08/02/10	07/06/12
(15)	10 sh ITC Holdings Corp	P	08/03/10	02/16/12

	(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)
(1)	68		117	-49
(2)	158		274	-116
(3)	344		374	-30
(4)	966		570	396
(5)	3,780		3,276	504
(6)	11,132		11,132	
(7)	176		99	77
(8)	261		149	112
(9)	839		1,687	-848
(10)	520		298	222
(11)	724		446	278
(12)	6,395		6,806	-411
(13)	803		1,010	-207
(14)	943		884	59
(15)	757		584	173

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))
(1)				-49
(2)				-116
(3)				-30
(4)				396
(5)				504
(6)				
(7)				77
(8)				112
(9)				-848
(10)				222
(11)				278
(12)				-411
(13)				-207
(14)				59
(15)				173

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	110 sh Altera Corp	P	08/03/10	02/16/12
(2)	195 sh ITC Holdings Corp	P	08/03/10	03/22/12
(3)	219 sh Tenet Healthcare Corp	P	08/03/10	05/08/12
(4)	24 sh Tenet Healthcare Corp	P	08/03/10	05/16/12
(5)	435 sh Altera Corp	P	08/03/10	03/12/12
(6)	46 sh Tenet Healthcare Corp	P	08/03/10	05/17/12
(7)	82 sh Tenet Healthcare Corp	P	08/03/10	05/03/12
(8)	85 sh ITC Holdings Corp	P	08/03/10	12/01/11
(9)	35 sh Baker Hughes Inc	P	08/04/10	12/01/11
(10)	9 sh Baker Hughes Inc	P	08/04/10	05/16/12
(11)	30000 sh Analog Devices due 7-1-2014	P	08/06/10	03/27/12
(12)	490.1 sh FNMA due 3-1-2023	P	08/06/10	05/25/12
(13)	495.73 sh FNMA due 3-1-2023	P	08/06/10	06/25/12
(14)	515.71 sh FNMA due 3-1-2023	P	08/06/10	07/25/12
(15)	783.61 sh FNMA due 3-1-2023	P	08/06/10	08/25/12

	(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)
(1)	4,400		3,056	1,344
(2)	14,830		11,389	3,441
(3)	1,065		973	92
(4)	118		107	11
(5)	16,414		12,086	4,328
(6)	218		204	14
(7)	418		364	54
(8)	6,333		4,964	1,369
(9)	1,930		1,479	451
(10)	370		380	-10
(11)	32,778		32,857	-79
(12)	490		525	-35
(13)	496		531	-35
(14)	516		552	-36
(15)	784		839	-55

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))
(1)				1,344
(2)				3,441
(3)				92
(4)				11
(5)				4,328
(6)				14
(7)				54
(8)				1,369
(9)				451
(10)				-10
(11)				-79
(12)				-35
(13)				-35
(14)				-36
(15)				-55

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	FNMA due 3-1-2023 return of principa	P	08/06/10	09/26/11
(2)	FNMA due 3-1-2023 return of principa	P	08/06/10	10/25/11
(3)	FNMA due 3-1-2023 return of principa	P	08/06/10	11/25/11
(4)	FNMA due 3-1-2023 return of principa	P	08/06/10	12/27/11
(5)	FNMA due 3-1-2023 return of principa	P	08/06/10	01/25/12
(6)	FNMA due 3-1-2023 return of principa	P	08/06/10	02/25/12
(7)	FNMA due 3-1-2023 return of principa	P	08/06/10	03/25/12
(8)	FNMA due 3-1-2023 return of principa	P	08/06/10	04/25/12
(9)	118 sh MS&AD Insurance Unspon Adr	P	08/12/10	12/01/11
(10)	5000 sh US Tresaury Note due 7-15-12	P	08/12/10	07/12/12
(11)	815 sh MS&AD Ins Group Hldgs Adr	P	08/12/10	08/02/12
(12)	85 sh Sprint Nextel Corp	P	08/16/10	12/01/11
(13)	255 sh Agrium Inc	P	08/17/10	12/15/11
(14)	15000 sh Small Business Admin due 2-	P	08/18/10	03/29/12
(15)	166 sh Kinross Gold Corp-Cad New	P	08/18/10	12/01/11

	(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)
(1)	602		602	
(2)	585		585	
(3)	679		679	
(4)	682		682	
(5)	747		747	
(6)	483		483	
(7)	483		483	
(8)	646		646	
(9)	1,148		1,306	-158
(10)	6,395		6,810	-415
(11)	6,324		9,017	-2,693
(12)	227		370	-143
(13)	16,594		17,641	-1,047
(14)	9,787		10,069	-282
(15)	2,325		2,566	-241

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))
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				
(7)				
(8)				
(9)				-158
(10)				-415
(11)				-2,693
(12)				-143
(13)				-1,047
(14)				-282
(15)				-241

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	281 sh Kinross Gold Corp New	P	08/18/10	08/02/12
(2)	Small Business Administration due 2-	P	08/18/10	02/10/12
(3)	120 sh The Babcock & Wilcox Company	P	08/19/10	12/01/11
(4)	30000 sh ITT Corp	P	08/19/10	10/20/11
(5)	35000 sh World Financial Network Ser	P	08/19/10	04/27/12
(6)	420 sh Babcock & Wilcox Company	P	08/19/10	06/06/12
(7)	34 sh State Street Corp	P	08/20/10	12/01/11
(8)	49 sh Terex Corp New	P	08/20/10	12/01/11
(9)	12 sh Terex Corp New	P	08/25/10	02/08/12
(10)	14 sh Terex Corp New	P	08/25/10	02/01/12
(11)	25 sh Terex Corp New	P	08/25/10	12/01/11
(12)	130 sh Sprint Nextel Corp	P	08/26/10	12/01/11
(13)	380 sh Babcock & Wilcox Company	P	08/27/10	06/06/12
(14)	690 sh Micron Technology Inc	P	08/27/10	08/16/12
(15)	6 sh State Street Corp	P	08/30/10	12/01/11

	(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)
(1)	2,203		4,344	-2,141
(2)	2,187		2,187	
(3)	2,718		2,767	-49
(4)	32,945		32,918	27
(5)	36,627		37,375	-748
(6)	9,875		9,684	191
(7)	1,332		1,250	82
(8)	803		968	-165
(9)	267		220	47
(10)	297		256	41
(11)	410		457	-47
(12)	347		533	-186
(13)	8,935		8,871	64
(14)	4,547		4,678	-131
(15)	235		212	23

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))
(1)				-2,141
(2)				
(3)				-49
(4)				27
(5)				-748
(6)				191
(7)				82
(8)				-165
(9)				47
(10)				41
(11)				-47
(12)				-186
(13)				64
(14)				-131
(15)				23

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Form 990-PF	Capital Gains and Losses for Tax on Investment Income For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12	2011

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	120 sh Sempra Energy	P	09/03/10	04/20/12
(2)	70 sh Sempra Energy	P	09/03/10	12/01/11
(3)	70 sh Sempra Energy	P	09/03/10	07/13/12
(4)	24 sh Vanguard Reit ETF	P	09/08/10	02/10/12
(5)	288 sh Banco Bradesco Spons Adr	P	09/08/10	12/01/11
(6)	30000 sh Credit Suisse NY due 2-15-2	P	09/08/10	03/22/12
(7)	546 sh Vanguard Reit ETF	P	09/08/10	02/28/12
(8)	65 sh Banco Bradesco Spons Adr	P	09/08/10	08/22/12
(9)	68 sh Banco Bradesco Spons Adr	P	09/08/10	02/10/12
(10)	97 sh Vanguard Reit ETF	P	09/08/10	12/01/11
(11)	229 sh Toyota Motor Corp Adr	P	09/09/10	12/01/11
(12)	17 sh Toyota Motor Cp Adr New	P	09/10/10	08/02/12
(13)	45 sh Toyota Motor Corp Adr	P	09/10/10	02/09/12
(14)	7 sh Toyota Motor Corp Adr	P	09/10/10	12/01/11
(15)	75 sh Impax Laboratories Inc	P	09/10/10	12/01/11

	(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)
(1)	7,719		6,383	1,336
(2)	3,733		3,723	10
(3)	4,819		3,723	1,096
(4)	1,489		1,269	220
(5)	4,902		5,236	-334
(6)	32,036		32,764	-728
(7)	33,557		28,872	4,685
(8)	1,100		1,182	-82
(9)	1,232		1,236	-4
(10)	5,347		5,129	218
(11)	15,072		16,011	-939
(12)	1,301		1,200	101
(13)	3,639		3,177	462
(14)	461		494	-33
(15)	1,454		1,350	104

	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	
(1)				1,336
(2)				10
(3)				1,096
(4)				220
(5)				-334
(6)				-728
(7)				4,685
(8)				-82
(9)				-4
(10)				218
(11)				-939
(12)				101
(13)				462
(14)				-33
(15)				104

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Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	125 sh Impax Laboratories Inc	P	09/13/10	12/01/11
(2)	571 sh Impax Laboratories Inc	P	09/13/10	01/10/12
(3)	125 sh Panera Bread Co Cl A	P	09/14/10	08/10/12
(4)	1465 sh Sumitomo Trust & Banking Co	P	09/14/10	09/01/11
(5)	15 sh Panera Bread Co Cl A	P	09/14/10	02/16/12
(6)	455 sh Medics Pharmaceutical Corp	P	09/14/10	01/26/12
(7)	55 sh Panera Bread Co Cl A	P	09/14/10	12/01/11
(8)	596 sh Impax Laboratories Inc	P	09/14/10	01/10/12
(9)	10 sh Nexen Inc	P	09/23/10	01/10/12
(10)	190 sh Nexen Inc	P	09/23/10	12/01/11
(11)	420 sh Nexen Inc	P	09/23/10	01/03/12
(12)	875 sh Panasonic Corp Spons Adr	P	09/27/10	08/02/12
(13)	330 sh Reinsurance Group of America	P	09/28/10	09/22/11
(14)	90 sh Reinsurance Group of America	P	09/28/10	09/21/11
(15)	18 sh Motorola Solutions Inc	P	10/01/10	12/16/11

	(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)
(1)	2,423		2,281	142
(2)	11,440		10,420	1,020
(3)	19,418		11,038	8,380
(4)			121	-121
(5)	2,246		1,325	921
(6)	14,796		13,154	1,642
(7)	7,820		4,857	2,963
(8)	11,941		10,283	1,658
(9)	181		190	-9
(10)	3,141		3,613	-472
(11)	6,814		7,987	-1,173
(12)	6,378		12,048	-5,670
(13)	15,010		15,889	-879
(14)	4,310		4,333	-23
(15)	829		622	207

	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))
(1)				142
(2)				1,020
(3)				8,380
(4)				-121
(5)				921
(6)				1,642
(7)				2,963
(8)				1,658
(9)				-9
(10)				-472
(11)				-1,173
(12)				-5,670
(13)				-879
(14)				-23
(15)				207

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	21.3051 sh Motorola Solutions Inc	P	10/01/10	12/20/11
(2)	4.9672 sh Motorola Solutions Inc	P	10/01/10	12/01/11
(3)	138 sh Nintendo Co Ltd Adr New	P	10/04/10	12/01/11
(4)	148 sh Nintendo Co Ltd Adr New	P	10/04/10	08/02/12
(5)	245 sh Albemarle Corp	P	10/04/10	09/27/11
(6)	30000 sh GE Capital Credit Card due	P	10/07/10	04/09/12
(7)	30 sh State Street Corp	P	10/08/10	12/01/11
(8)	9.997 sh Motorola Solutions Inc	P	10/11/10	12/20/11
(9)	12 sh Anadarko Petroleum Corp	P	10/12/10	03/22/12
(10)	4 sh Anadarko Petroleum Corp	P	10/12/10	02/23/12
(11)	4 sh Anadarko Petroleum Corp	P	10/12/10	03/19/12
(12)	5 sh Anadarko Petroleum Corp	P	10/12/10	02/23/12
(13)	5 sh Anadarko Petroleum Corp	P	10/12/10	03/09/12
(14)	6 sh Anadarko Petroleum Corp	P	10/12/10	02/22/12
(15)	6 sh Anadarko Petroleum Corp	P	10/12/10	03/21/12

	(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)
(1)	988		736	252
(2)	230		172	58
(3)	2,536		4,378	-1,842
(4)	1,974		4,695	-2,721
(5)	10,823		11,564	-741
(6)	32,211		32,405	-194
(7)	1,175		1,161	14
(8)	464		337	127
(9)	943		700	243
(10)	350		233	117
(11)	339		233	106
(12)	438		292	146
(13)	427		292	135
(14)	523		350	173
(15)	488		350	138

	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	
(1)				252
(2)				58
(3)				-1,842
(4)				-2,721
(5)				-741
(6)				-194
(7)				14
(8)				127
(9)				243
(10)				117
(11)				106
(12)				146
(13)				135
(14)				173
(15)				138

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Form **990-PF**	**Capital Gains and Losses for Tax on Investment Income** For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12	**2011**

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	110 sh Nexen Inc	P	10/15/10	01/10/12
(2)	1641 sh Gazprom Oao Spons Adr	P	10/15/10	12/01/11
(3)	25.1502 sh Motorola Solutions Inc	P	10/15/10	12/22/11
(4)	4.6979 sh Motorola Solutions Inc	P	10/15/10	12/20/11
(5)	435 sh JP Morgan Chase & Co	P	10/15/10	07/20/12
(6)	480 sh Nexen Inc	P	10/15/10	01/30/12
(7)	90 sh Exelon Corp	P	10/18/10	12/01/11
(8)	420.33 sh NGN 2010-R1 2A due 10-7-20	P	10/19/10	08/06/12
(9)	518.21 sh NGN 2010-R1 2A due 10-7-20	P	10/19/10	07/06/12
(10)	612.59 sh NGN 2010-R1 2A due 10-7-20	P	10/19/10	05/05/12
(11)	618.94 sh NGN 2010-R1 2A due 10-7-20	P	10/19/10	06/07/12
(12)	NCUA Guaranteed Notes due 10-7-2020	P	10/19/10	09/07/11
(13)	NCUA Guaranteed Notes due 10-7-2020	P	10/19/10	10/06/11
(14)	NCUA Guaranteed Notes due 10-7-2020	P	10/19/10	11/04/11
(15)	NCUA Guaranteed Notes due 10-7-2020	P	10/19/10	12/07/11

	(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)
(1)	1,992		2,426	-434
(2)	19,086		17,305	1,781
(3)	1,169		808	361
(4)	218		151	67
(5)	14,777		16,247	-1,470
(6)	8,691		10,587	-1,896
(7)	3,988		3,963	25
(8)	420		420	
(9)	518		518	
(10)	613		613	
(11)	619		619	
(12)	1,073		1,073	
(13)	1,025		1,025	
(14)	694		694	
(15)	735		735	

	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	
(1)				-434
(2)				1,781
(3)				361
(4)				67
(5)				-1,470
(6)				-1,896
(7)				25
(8)				
(9)				
(10)				
(11)				
(12)				
(13)				
(14)				
(15)				

Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	NCUA Guaranteed Notes due 10-7-2020	P	10/19/10	01/09/12
(2)	NCUA Guaranteed Notes due 10-7-2020	P	10/19/10	02/06/12
(3)	NCUA Guaranteed Notes due 10-7-2020	P	10/19/10	03/08/12
(4)	NCUA Guaranteed Notes due 10-7-2020	P	10/19/10	04/05/12
(5)	270 sh Nexen Inc	P	10/20/10	07/23/12
(6)	62 sh Toyota Motor Cp Adr New	P	10/20/10	08/02/12
(7)	110 sh Toyota Motor Cp Adr New	P	10/21/10	08/02/12
(8)	21 sh State Street Corp	P	10/21/10	12/01/11
(9)	5 sh State Street Corp	P	10/21/10	05/16/12
(10)	250 sh Sprint Nextel Corp	P	10/27/10	12/01/11
(11)	40000 sh US Treasury Notes due 8-15-	P	10/28/10	05/09/12
(12)	590 sh Rohm Co Ltd Unspons Adr	P	10/29/10	08/02/12
(13)	209 sh Sprint Nextel Corp	P	11/04/10	12/01/11
(14)	11 sh State Street Corp	P	11/05/10	05/16/12
(15)	49 sh Symantec Corp	P	11/08/10	07/06/12

	(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)
(1)	625		625	
(2)	678		678	
(3)	647		647	
(4)	630		630	
(5)	6,960		5,844	1,116
(6)	4,745		4,442	303
(7)	8,419		7,874	545
(8)	823		840	-17
(9)	211		200	11
(10)	667		1,067	-400
(11)	43,408		39,825	3,583
(12)	10,195		18,369	-8,174
(13)	558		844	-286
(14)	463		495	-32
(15)	690		852	-162

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))
(1)				
(2)				
(3)				
(4)				
(5)				1,116
(6)				303
(7)				545
(8)				-17
(9)				11
(10)				-400
(11)				3,583
(12)				-8,174
(13)				-286
(14)				-32
(15)				-162

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	293 sh Statoilhydro Asa Adr	P	11/09/10	10/18/11
(2)	90 sh Sempra Energy	P	11/09/10	07/13/12
(3)	1350 sh Electricite De France Adr	P	11/10/10	08/02/12
(4)	545 sh Statoilhydro Asa Adr	P	11/10/10	10/18/11
(5)	16 sh Motorola Solutions Inc	P	11/11/10	12/01/11
(6)	520 sh Electricite De France Adr	P	11/11/10	08/02/12
(7)	7.8498 sh Motorola Solutions Inc	P	11/11/10	12/22/11
(8)	200 sh Weyerhaeuser Co	P	11/23/10	12/01/11
(9)	25000 sh US Treasury Note due 7-31-2	P	11/23/10	06/22/12
(10)	460 sh Weyerhaeuser Co	P	11/23/10	08/06/12
(11)	1010 sh Finmeccanica Spa-Eur	P	11/26/10	02/09/12
(12)	3065 sh Finmeccanica Spa Roma	P	11/26/10	08/02/12
(13)	75 sh Finmeccanica Spa-Eur	P	11/26/10	12/01/11
(14)	643 sh Western Digital Corp	P	11/29/10	09/01/11
(15)	544 sh Western Digital Corp	P	11/30/10	09/01/11

	(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)
(1)	7,306		6,238	1,068
(2)	6,196		4,681	1,515
(3)	5,170		11,945	-6,775
(4)	13,590		11,607	1,983
(5)	744		525	219
(6)	1,992		4,607	-2,615
(7)	365		258	107
(8)	3,342		3,380	-38
(9)	25,993		25,328	665
(10)	10,903		7,774	3,129
(11)	2,313		5,917	-3,604
(12)	4,996		17,955	-12,959
(13)	161		439	-278
(14)	18,900		21,487	-2,587
(15)	15,990		18,326	-2,336

	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	
(1)				1,068
(2)				1,515
(3)				-6,775
(4)				1,983
(5)				219
(6)				-2,615
(7)				107
(8)				-38
(9)				665
(10)				3,129
(11)				-3,604
(12)				-12,959
(13)				-278
(14)				-2,587
(15)				-2,336

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | **2011**

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	107 sh Sprint Nextel Corp	P	12/02/10	12/01/11
(2)	17 sh Sprint Nextel Corp	P	12/02/10	12/20/11
(3)	459 sh Carrefour Sa-Sp Adr	P	12/02/10	12/01/11
(4)	552 sh Carefour Sa-Sp Adr	P	12/02/10	02/09/12
(5)	65 sh Sprint Nextel Corp	P	12/02/10	01/27/12
(6)	96 sh Alcoa Inc	P	12/02/10	06/01/12
(7)	100 sh PPL Corp	P	12/03/10	07/13/12
(8)	165.732 sh Carrefour Sa Sponsored Ad	P	12/03/10	08/02/12
(9)	300 sh PPL Corp	P	12/03/10	08/16/12
(10)	97 sh Carefour Sa-Sp Adr	P	12/03/10	02/09/12
(11)	200 sh Ameren Corp	P	12/06/10	12/06/11
(12)	10 sh Concho Resources Inc	P	12/07/10	02/16/12
(13)	132 sh Continental Resources Inc	P	12/07/10	06/20/12
(14)	160 sh Hospira Inc	P	12/07/10	09/19/11
(15)	45 sh Concho Resources Inc	P	12/07/10	12/01/11

	(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)
(1)	285		414	-129
(2)	38		66	-28
(3)	2,465		3,977	-1,512
(4)	2,666		4,782	-2,116
(5)	141		252	-111
(6)	803		1,339	-536
(7)	2,831		2,589	242
(8)	565		1,436	-871
(9)	8,901		7,767	1,134
(10)	469		860	-391
(11)	6,404		5,752	652
(12)	1,150		868	282
(13)	9,130		7,685	1,445
(14)	6,166		8,742	-2,576
(15)	4,568		3,907	661

	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))
(1)				-129
(2)				-28
(3)				-1,512
(4)				-2,116
(5)				-111
(6)				-536
(7)				242
(8)				-871
(9)				1,134
(10)				-391
(11)				652
(12)				282
(13)				1,445
(14)				-2,576
(15)				661

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Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2011
	For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12	

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	5 sh Concho Resources Inc	P	12/07/10	08/21/12
(2)	5 sh Continental Resources Inc	P	12/07/10	08/21/12
(3)	63 sh Concho Resources Inc	P	12/07/10	06/20/12
(4)	90 sh Continental Resources Inc	P	12/07/10	02/16/12
(5)	5000 sh U.S Treasury Inflation Index	P	12/08/10	01/26/12
(6)	5000 sh US Treasury Inflation Index	P	12/08/10	02/14/12
(7)	125 sh Albemarle Corp	P	12/13/10	09/27/11
(8)	15000 sh GE Capital Commercial Mtge	P	12/14/10	01/05/12
(9)	505 sh Telecom Italia Spa (New) Svgs	P	12/14/10	08/02/12
(10)	12 sh Alcoa Inc	P	12/15/10	06/01/12
(11)	19 sh Alcoa Inc	P	12/15/10	06/11/12
(12)	59 sh Alcoa Inc	P	12/15/10	06/07/12
(13)	605 sh Nippon Telegraph&Telephone Ad	P	12/15/10	08/02/12
(14)	530 sh Bank of America Corp	P	12/16/10	12/01/11
(15)	230 sh Caterpillar Inc	P	12/20/10	09/16/11

	(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)
(1)	477		434	43
(2)	372		291	81
(3)	5,511		5,470	41
(4)	7,761		5,240	2,521
(5)	7,105		5,748	1,357
(6)	10,631		8,675	1,956
(7)	5,522		6,889	-1,367
(8)	15,574		15,991	-417
(9)	3,305		5,553	-2,248
(10)	100		169	-69
(11)	159		268	-109
(12)	511		833	-322
(13)	14,007		13,760	247
(14)	2,851		6,686	-3,835
(15)	19,828		21,385	-1,557

	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	
(1)				43
(2)				81
(3)				41
(4)				2,521
(5)				1,357
(6)				1,956
(7)				-1,367
(8)				-417
(9)				-2,248
(10)				-69
(11)				-109
(12)				-322
(13)				247
(14)				-3,835
(15)				-1,557

Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	215 sh Archer-Daniels-Midland Co	P	12/21/10	12/01/11
(2)	30 sh Archer-Daniels-Midland Co	P	12/21/10	05/16/12
(3)	540 sh Constellation Energy Group	P	12/21/10	10/18/11
(4)	405 sh Bancorpsouth Inc	P	12/22/10	11/11/11
(5)	2358.41 sh SBAP 2005 20F due 6-1-202	P	12/23/10	06/01/12
(6)	Small Business Administration due 6-	P	12/23/10	12/01/11
(7)	445 sh Lyondellbasell Indu Cl A	P	12/31/10	09/27/11
(8)	177 sh Sprint Nextel Corp	P	01/05/11	01/27/12
(9)	20000 sh FNMA due 12-18-2013	P	01/11/11	08/03/12
(10)	150 sh Rackspace Hosting Inc	P	01/12/11	12/01/11
(11)	25 sh Rackspace Hosting Inc	P	01/12/11	02/16/12
(12)	50 sh Dana Holding Corp	P	01/12/11	12/01/11
(13)	56 sh Rackspace Hosting Inc	P	01/12/11	08/21/12
(14)	30000 sh LLDS B4RQ2 TND due 1-21-202	P	01/14/11	07/10/12
(15)	35 sh Dana Holding Corp	P	01/18/11	12/01/11

	(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)
(1)	6,524		6,497	27
(2)	971		907	64
(3)	20,451		15,938	4,513
(4)	3,974		6,457	-2,483
(5)	2,358		2,476	-118
(6)	2,321		2,321	
(7)	13,442		14,191	-749
(8)	383		809	-426
(9)	20,132		19,769	363
(10)	6,543		5,108	1,435
(11)	1,345		851	494
(12)	607		911	-304
(13)	3,117		1,907	1,210
(14)	34,265		30,082	4,183
(15)	425		659	-234

	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))
(1)				27
(2)				64
(3)				4,513
(4)				-2,483
(5)				-118
(6)				
(7)				-749
(8)				-426
(9)				363
(10)				1,435
(11)				494
(12)				-304
(13)				1,210
(14)				4,183
(15)				-234

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	2 sh Dana Holding Corp	P	01/19/11	05/16/12
(2)	27 sh Dana Holding Corp	P	01/19/11	05/16/12
(3)	77 sh Dana Holding Corp	P	01/19/11	12/01/11
(4)	140 sh O'Charleys Inc	P	01/21/11	12/01/11
(5)	325 sh Barrick Gold Corp	P	01/21/11	08/02/12
(6)	339 sh Sprint Nextel Corp	P	01/21/11	01/27/12
(7)	360 sh O Charleys Inc	P	01/21/11	02/06/12
(8)	645 sh Kinross Gold Corp New	P	01/21/11	08/02/12
(9)	260 sh O Charleys Inc	P	01/24/11	02/06/12
(10)	120 sh O Charleys Inc	P	01/25/11	02/06/12
(11)	20 sh Yahoo Inc	P	01/26/11	12/16/11
(12)	6 sh Yahoo Inc	P	01/26/11	12/22/11
(13)	100.87 sh TBU due 8-15-2042	P	01/27/11	06/15/12
(14)	4458.77 sh TBU due 8-15-2042	P	01/27/11	07/15/12
(15)	465.2 sh TBU due 8-15-2042	P	01/27/11	08/15/12

	(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)
(1)	26		36	-10
(2)	356		487	-131
(3)	935		1,390	-455
(4)	873		1,080	-207
(5)	10,653		15,363	-4,710
(6)	733		1,475	-742
(7)	3,532		2,778	754
(8)	5,057		11,072	-6,015
(9)	2,551		2,000	551
(10)	1,177		923	254
(11)	300		311	-11
(12)	97		93	4
(13)	101		105	-4
(14)	4,459		4,622	-163
(15)	465		482	-17

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))
(1)				-10
(2)				-131
(3)				-455
(4)				-207
(5)				-4,710
(6)				-742
(7)				754
(8)				-6,015
(9)				551
(10)				254
(11)				-11
(12)				4
(13)				-4
(14)				-163
(15)				-17

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 | **2011**

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	JP Morgan Chase Coml Mtg due 8-15-20	P	01/27/11	10/17/11
(2)	JP Morgan Chase Coml Mtg due 8-15-20	P	01/27/11	03/15/12
(3)	JP Morgan Chase Coml Mtg due 8-15-20	P	01/27/11	04/15/12
(4)	13 sh Yahoo Inc	P	01/28/11	05/16/12
(5)	16 sh Yahoo Inc	P	01/28/11	12/22/11
(6)	91 sh Yahoo Inc	P	01/28/11	08/13/12
(7)	465 sh Bancorpsouth Inc	P	01/31/11	11/11/11
(8)	1030.08 sh FNMA due 8-1-2040	P	02/02/11	06/25/12
(9)	1180.27 sh FNMA due 8-1-2040	P	02/02/11	05/25/12
(10)	1309.29 sh FNMA due 8-1-2040	P	02/02/11	07/25/12
(11)	1558.45 sh FNMA due 8-1-2040	P	02/02/11	08/25/12
(12)	158 sh Morgan Stanley	P	02/02/11	10/07/11
(13)	33 sh Morgan Stanley	P	02/02/11	11/07/11
(14)	39 sh Morgan Stanley	P	02/02/11	11/03/11
(15)	242 sh Astrazeneca Plc Ads	P	02/07/11	08/02/12

	(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)
(1)	650		650	
(2)	17,287		17,287	
(3)	381		381	
(4)	200		206	-6
(5)	259		253	6
(6)	1,376		1,441	-65
(7)	4,562		7,316	-2,754
(8)	1,030		1,047	-17
(9)	1,180		1,200	-20
(10)	1,309		1,331	-22
(11)	1,558		1,584	-26
(12)	214		446	-232
(13)	552		982	-430
(14)	648		1,161	-513
(15)	11,353		11,600	-247

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))
(1)				
(2)				
(3)				
(4)				-6
(5)				6
(6)				-65
(7)				-2,754
(8)				-17
(9)				-20
(10)				-22
(11)				-26
(12)				-232
(13)				-430
(14)				-513
(15)				-247

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	375 sh 51Job Inc Sponsored Adr	P	02/07/11	12/15/11
(2)	431 sh GlaxoSmithKline Plc Ads	P	02/07/11	08/02/12
(3)	190 sh Astrazeneca Plc Ads	P	02/08/11	08/02/12
(4)	232 sh Anglogold Ashanti Limited	P	02/08/11	08/02/12
(5)	99 sh Newcrest Mining Ltd Spons Adr	P	02/08/11	08/02/12
(6)	11 sh Morgan Stanley	P	02/09/11	11/22/11
(7)	20 sh Morgan Stanley	P	02/09/11	11/07/11
(8)	24 sh Morgan Stanley	P	02/09/11	11/10/11
(9)	38 sh Morgan Stanley	P	02/09/11	11/17/11
(10)	540.68 sh FNMA due 2-1-2014	P	02/09/11	05/25/12
(11)	549.48 sh FNMA due 2-1-2041	P	02/09/11	06/25/12
(12)	643.33 sh FNMA due 2-1-2041	P	02/09/11	07/25/12
(13)	687.48 sh FNMA due 2-1-2041	P	02/09/11	08/25/12
(14)	FNMA due 2-1-2041 return of principa	P	02/09/11	09/26/11
(15)	FNMA due 2-1-2041 return of principa	P	02/09/11	10/25/11

	(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)
(1)	16,151		22,289	-6,138
(2)	19,834		16,779	3,055
(3)	8,913		9,196	-283
(4)	7,900		10,582	-2,682
(5)	2,404		3,781	-1,377
(6)	149		328	-179
(7)	335		596	-261
(8)	382		716	-334
(9)	550		1,133	-583
(10)	541		545	-4
(11)	549		554	-5
(12)	643		648	-5
(13)	687		693	-6
(14)	367		367	
(15)	551		551	

	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	
(1)				-6,138
(2)				3,055
(3)				-283
(4)				-2,682
(5)				-1,377
(6)				-179
(7)				-261
(8)				-334
(9)				-583
(10)				-4
(11)				-5
(12)				-5
(13)				-6
(14)				
(15)				

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 | **2011**

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	FNMA due 2-1-2041 return of principa	P	02/09/11	11/25/11
(2)	FNMA due 2-1-2041 return of principa	P	02/09/11	12/27/11
(3)	FNMA due 2-1-2041 return of principa	P	02/09/11	01/25/12
(4)	FNMA due 2-1-2041 return of principa	P	02/09/11	02/25/12
(5)	FNMA due 2-1-2041 return of principa	P	02/09/11	03/26/12
(6)	FNMA due 2-1-2041 return of principa	P	02/09/11	04/25/12
(7)	158.01 sh Ahold Lease USA due 1-2-20	P	02/10/11	07/02/12
(8)	645.91 sh Ahold Lease USA due 1-2-20	P	02/10/11	07/02/12
(9)	Ahold Finance USA In due 1-2-2020 re	P	02/10/11	01/02/12
(10)	1245 sh Nokia Cp Adr	P	02/11/11	08/02/12
(11)	214.12 sh FHLMC due 2-1-2041	P	02/11/11	06/15/12
(12)	22000 sh FHLMC due 2-1-2041	P	02/11/11	04/16/12
(13)	244.55 sh FHLMC due 2-1-2041	P	02/11/11	05/15/12
(14)	249.79 sh FHLMC due 2-1-2041	P	02/11/11	07/15/12
(15)	297.28 sh FHLMC due 2-1-2041	P	02/11/11	08/15/12

	(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)
(1)	734		734	
(2)	637		637	
(3)	644		644	
(4)	671		671	
(5)	1,110		1,110	
(6)	753		753	
(7)	158		177	-19
(8)	646		723	-77
(9)	1,705		1,705	
(10)	2,739		11,729	-8,990
(11)	214		216	-2
(12)	19,051		17,989	1,062
(13)	245		246	-1
(14)	250		251	-1
(15)	297		299	-2

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))
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				
(7)				-19
(8)				-77
(9)				
(10)				-8,990
(11)				-2
(12)				1,062
(13)				-1
(14)				-1
(15)				-2

Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	9000 sh FHLMC due 2-1-2041	P	02/11/11	08/21/12
(2)	FHLMC due 2-1-2041 return of princip	P	02/11/11	09/15/11
(3)	FHLMC due 2-1-2041 return of princip	P	02/11/11	10/15/11
(4)	FHLMC due 2-1-2041 return of princip	P	02/11/11	11/15/11
(5)	FHLMC due 2-1-2041 return of princip	P	02/11/11	12/15/11
(6)	FHLMC due 2-1-2041 return of princip	P	02/11/11	01/15/12
(7)	FHLMC due 2-1-2041 return of princip	P	02/11/11	02/15/12
(8)	FHLMC due 2-1-2041 return of princip	P	02/11/11	03/15/12
(9)	FHLMC due 2-1-2041 return of princip	P	02/11/11	04/15/12
(10)	195 sh Hartford Finl Svcs Group Inc	P	02/14/11	12/12/11
(11)	5 sh Hartford Finl Svcs Group Inc	P	02/14/11	12/01/11
(12)	361 sh PT Telekomunakasi Indonesia S	P	02/17/11	12/01/11
(13)	64 sh Yahoo Inc	P	02/22/11	08/13/12
(14)	1070 sh East Japan Ry Co	P	02/24/11	12/01/11
(15)	345 sh Sprint Nextel Corp	P	02/24/11	01/27/12

	(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)
(1)	7,116		6,697	419
(2)	390		390	
(3)	809		809	
(4)	897		897	
(5)	811		811	
(6)	577		577	
(7)	788		788	
(8)	934		934	
(9)	829		829	
(10)	3,218		5,732	-2,514
(11)	89		147	-58
(12)	11,875		12,070	-195
(13)	968		1,087	-119
(14)	10,631		12,379	-1,748
(15)	746		1,473	-727

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))
(1)				419
(2)				
(3)				
(4)				
(5)				
(6)				
(7)				
(8)				
(9)				
(10)				-2,514
(11)				-58
(12)				-195
(13)				-119
(14)				-1,748
(15)				-727

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** **2011**

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	45000 sh SBAP 2006-20C 1 due 3-1-202	P	02/24/11	07/12/12
(2)	Small Business Administration due 3-	P	02/24/11	09/01/11
(3)	Small Business Administration due 3-	P	02/24/11	03/01/12
(4)	136 sh PT Telekomunakasi Indonesia S	P	02/25/11	07/06/12
(5)	174 sh PT Telekomunakasi Indonesia S	P	02/25/11	04/26/12
(6)	346 sh Kinross Gold Corp New	P	02/25/11	08/02/12
(7)	433.45 sh FNMA due 8-1-2037	P	02/25/11	07/25/12
(8)	51 sh PT Telekomunakasi Indonesia Sp	P	02/25/11	12/01/11
(9)	613.92 sh FNMA due 8-1-2037	P	02/25/11	05/25/12
(10)	648.28 sh FNMA due 8-1-2037	P	02/25/11	08/25/12
(11)	697.39 sh FNMA due 8-1-2037	P	02/25/11	06/25/12
(12)	FNMA due 8-1-2037 return of principa	P	02/25/11	09/26/11
(13)	180 sh Barnes Group Inc	P	02/28/11	12/01/11
(14)	555 sh Sk Telecom Co Ltd	P	03/01/11	08/02/12
(15)	15 sh East Japan Ry Co	P	03/02/11	12/01/11

	(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)
(1)	26,385		24,905	1,480
(2)	2,161		2,161	
(3)	1,620		1,620	
(4)	4,716		4,627	89
(5)	5,988		5,919	69
(6)	2,713		5,517	-2,804
(7)	633		680	-47
(8)	1,678		1,735	-57
(9)	614		659	-45
(10)	648		696	-48
(11)	697		749	-52
(12)	536		536	
(13)	4,391		3,813	578
(14)	7,581		9,768	-2,187
(15)	149		175	-26

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))
(1)				1,480
(2)				
(3)				
(4)				89
(5)				69
(6)				-2,804
(7)				-47
(8)				-57
(9)				-45
(10)				-48
(11)				-52
(12)				
(13)				578
(14)				-2,187
(15)				-26

Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 | **2011**

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	198 sh East Japan Ry Co	P	03/02/11	05/16/12
(2)	24000 sh FNMA due 2-1-2041	P	03/02/11	04/05/12
(3)	807 sh East Japan Ry Co Adr	P	03/02/11	08/02/12
(4)	FNMA due 2-1-2041 return of principa	P	03/02/11	09/26/11
(5)	FNMA due 2-1-2041 return of principa	P	03/02/11	10/25/11
(6)	FNMA due 2-1-2041 return of principa	P	03/02/11	11/25/11
(7)	FNMA due 2-1-2041 return of principa	P	03/02/11	12/27/11
(8)	FNMA due 2-1-2041 return of principa	P	03/02/11	01/25/12
(9)	FNMA due 2-1-2041 return of principa	P	03/02/11	02/25/12
(10)	FNMA due 2-1-2041 return of principa	P	03/02/11	03/25/12
(11)	FNMA due 2-1-2041 return of principa	P	03/02/11	04/25/12
(12)	1 sh Motorola Solutions Inc	P	03/03/11	12/22/11
(13)	38 sh Motorola Solutions Inc	P	03/03/11	12/30/11
(14)	105 sh Nordson Corp	P	03/04/11	02/16/12
(15)	370 sh Dover Corp	P	03/04/11	09/16/11

	(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)
(1)	1,944		2,309	-365
(2)	21,578		20,652	926
(3)	8,707		9,410	-703
(4)	184		184	
(5)	448		448	
(6)	422		422	
(7)	480		480	
(8)	393		393	
(9)	308		308	
(10)	420		420	
(11)	445		445	
(12)	46		40	6
(13)	1,769		1,529	240
(14)	5,423		5,789	-366
(15)	19,372		24,441	-5,069

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))
(1)				-365
(2)				926
(3)				-703
(4)				
(5)				
(6)				
(7)				
(8)				
(9)				
(10)				
(11)				
(12)				6
(13)				240
(14)				-366
(15)				-5,069

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	380 sh Nordson Corp	P	03/04/11	07/13/12
(2)	736.815 sh FNMA due 10-1-2035	P	03/07/11	05/25/12
(3)	779.95 sh FNMA due 10-1-2035	P	03/07/11	08/25/12
(4)	780.049 sh FNMA due 10-1-2035	P	03/07/11	06/25/12
(5)	810.178 sh FNMA due 10-1-2035	P	03/07/11	07/25/12
(6)	FNMA due 10-1-2035 return of princip	P	03/07/11	09/26/11
(7)	FNMA due 10-1-2035 return of princip	P	03/07/11	10/25/11
(8)	FNMA due 10-1-2035 return of princip	P	03/07/11	11/25/11
(9)	FNMA due 10-1-2035 return of princip	P	03/07/11	12/27/11
(10)	FNMA due 10-1-2035 return of princip	P	03/07/11	01/25/12
(11)	FNMA due 10-1-2035 return of princip	P	03/07/11	02/25/12
(12)	150 sh International Paper Co	P	03/09/11	12/01/11
(13)	50 sh International Paper Co	P	03/09/11	03/01/12
(14)	103 sh Home Retail Group	P	03/10/11	02/01/12
(15)	22 sh Yahoo Inc	P	03/11/11	08/13/12

	(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)
(1)	19,177		20,949	-1,772
(2)	737		777	-40
(3)	780		822	-42
(4)	780		822	-42
(5)	810		854	-44
(6)	579		579	
(7)	602		602	
(8)	669		669	
(9)	1,175		1,175	
(10)	1,069		1,069	
(11)	1,107		1,107	
(12)	4,196		3,972	224
(13)	1,761		1,324	437
(14)	696		1,312	-616
(15)	333		380	-47

	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))
(1)				-1,772
(2)				-40
(3)				-42
(4)				-42
(5)				-44
(6)				
(7)				
(8)				
(9)				
(10)				
(11)				
(12)				224
(13)				437
(14)				-616
(15)				-47

Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	105 sh Hartford Finl Svcs Group Inc	P	03/14/11	01/09/12
(2)	13 sh Johnson & Johnson	P	03/14/11	12/01/11
(3)	135 sh Hartford Finl Svcs Group Inc	P	03/14/11	12/13/11
(4)	40 sh Hartford Finl Svcs Group Inc	P	03/14/11	05/16/12
(5)	75 sh Hartford Finl Svcs Group Inc	P	03/14/11	12/12/11
(6)	376 sh Cameco Corp	P	03/15/11	08/02/12
(7)	565 sh Nokia Cp Adr	P	03/16/11	08/02/12
(8)	555 sh Panasonic Corp Spons Adr	P	03/17/11	08/02/12
(9)	20000 sh Wells Fargo Capital XIII du	P	03/21/11	10/03/11
(10)	22 sh Johnson & Johnson	P	03/21/11	12/01/11
(11)	3 sh Johnson & Johnson	P	03/21/11	05/16/12
(12)	25 sh Intl Business Machines Corp	P	03/28/11	02/16/12
(13)	455 sh Halliburton Co Holdings Co	P	03/28/11	11/07/11
(14)	5 sh Intl Business Machines Corp	P	03/28/11	08/21/12
(15)	1000 sh U.S. Treasury Inflation Inde	P	03/29/11	01/27/12

	(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)
(1)	1,753		2,804	-1,051
(2)	838		770	68
(3)	3,928		6,275	-2,347
(4)	762		1,068	-306
(5)	1,238		2,003	-765
(6)	7,632		11,977	-4,345
(7)	1,243		4,557	-3,314
(8)	4,046		6,572	-2,526
(9)	20,000		20,650	-650
(10)	1,418		1,297	121
(11)	192		177	15
(12)	4,812		4,060	752
(13)	17,079		21,616	-4,537
(14)	998		812	186
(15)	1,425		1,155	270

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))
(1)				-1,051
(2)				68
(3)				-2,347
(4)				-306
(5)				-765
(6)				-4,345
(7)				-3,314
(8)				-2,526
(9)				-650
(10)				121
(11)				15
(12)				752
(13)				-4,537
(14)				186
(15)				270

Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | **2011**

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	11000 sh FNMA due 12-18-2013	P	03/29/11	08/03/12
(2)	7000 sh U.S. Treasury Inflation Inde	P	03/29/11	01/26/12
(3)	7000 sh US Treasury Inflation Index	P	03/29/11	02/14/12
(4)	14 sh Nabors Industries Ltd	P	03/31/11	05/16/12
(5)	3 sh Symantec Corp	P	04/01/11	07/06/12
(6)	3328 sh Sumitomo Mitsu Tr Spon Adr	P	04/01/11	12/01/11
(7)	4256 sh Sumitomo Mitsui Tr Hldgs Inc	P	04/01/11	08/02/12
(8)	214 sh Energizer Hldgs Inc	P	04/06/11	12/01/11
(9)	499 sh Electricite De France Adr	P	04/07/11	08/02/12
(10)	0.1005 sh Enterprise Prods Partners	P	04/08/11	09/08/11
(11)	0.1471 sh Kinder Morgan Management L	P	04/08/11	02/14/12
(12)	0.4925 sh Enterprise Prods Partners	P	04/08/11	09/08/11
(13)	0.6822 sh Kinder Morgan Management L	P	04/08/11	11/14/11
(14)	1 sh Energizer Hldgs Inc	P	04/08/11	03/23/12
(15)	1 sh Energizer Hldgs Inc	P	04/08/11	03/26/12

	(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)
(1)	11,073		10,830	243
(2)	9,947		8,082	1,865
(3)	14,883		12,221	2,662
(4)	194		426	-232
(5)	42		55	-13
(6)	10,020		11,648	-1,628
(7)	11,406		14,896	-3,490
(8)	1,524		1,516	8
(9)	1,911		3,926	-2,015
(10)	4		4	
(11)	12		9	3
(12)	20		21	-1
(13)	45		43	2
(14)	74		72	2
(15)	74		72	2

	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	
(1)				243
(2)				1,865
(3)				2,662
(4)				-232
(5)				-13
(6)				-1,628
(7)				-3,490
(8)				8
(9)				-2,015
(10)				
(11)				3
(12)				-1
(13)				2
(14)				2
(15)				2

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	259 sh Inergy LP	P	04/08/11	04/23/12
(2)	381 sh Inergy LP	P	04/08/11	04/20/12
(3)	60 sh Teva Pharmaceutical Inds Ltd A	P	04/08/11	12/01/11
(4)	Kansas Gas & Elec Co due 3-29-2021 r	P	04/08/11	09/29/11
(5)	12639.405 sh Forward Tactical Growth	P	04/11/11	12/21/11
(6)	135 sh SXC Health Solutions Corp	P	04/11/11	12/01/11
(7)	146 sh Cliffs Natural Resources	P	04/11/11	12/15/11
(8)	15 sh SXC Health Solutions Corp	P	04/11/11	02/16/12
(9)	15241.879 sh JP Morgan Highbridge Dy	P	04/11/11	12/01/11
(10)	155 sh Healthspring Inc	P	04/11/11	12/01/11
(11)	20 sh Catamaran Corp Com	P	04/11/11	07/19/12
(12)	215 sh Healthspring Inc	P	04/11/11	01/30/12
(13)	260 sh Express Scripts Inc Common CG	P	04/11/11	09/16/11
(14)	2601.457 sh JP Morgan Highbridge Dyn	P	04/11/11	10/28/11
(15)	274123 sh JP Morgan Highbridge Dynam	P	04/11/11	11/21/11

	(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)
(1)	4,143		10,339	-6,196
(2)	6,036		15,209	-9,173
(3)	2,431		3,031	-600
(4)	1,130		1,130	
(5)	314,089		340,000	-25,911
(6)	8,049		7,372	677
(7)	9,152		14,433	-5,281
(8)	915		819	96
(9)	280,603		326,329	-45,726
(10)	8,449		6,003	2,446
(11)	1,810		1,092	718
(12)	11,825		8,327	3,498
(13)	10,629		14,687	-4,058
(14)	50,000		55,697	-5,697
(15)	5,000		5,869	-869

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))
(1)				-6,196
(2)				-9,173
(3)				-600
(4)				
(5)				-25,911
(6)				677
(7)				-5,281
(8)				96
(9)				-45,726
(10)				2,446
(11)				718
(12)				3,498
(13)				-4,058
(14)				-5,697
(15)				-869

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 | **2011**

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	35974.872 sh Pimco Commodity Real Re	P	04/11/11	12/01/11
(2)	6226.65 sh Pimco Commodity Real Retu	P	04/11/11	10/28/11
(3)	656.168 sh Pimco Commodity Real Retu	P	04/11/11	11/21/11
(4)	6657.79 sh ING Global Real Estate Fd	P	04/11/11	12/01/11
(5)	5 sh Energizer Hldgs Inc	P	04/12/11	05/16/12
(6)	635 sh Daiichi Sankyo Co	P	04/12/11	12/01/11
(7)	1 sh Energizer Hldgs Inc	P	04/13/11	05/16/12
(8)	6 sh Energizer Hldgs Inc	P	04/13/11	08/16/12
(9)	473 sh MS&AD Ins Group Hldgs Adr	P	04/18/11	08/02/12
(10)	1004.88 sh FNMA due 12-1-2035	P	04/19/11	08/25/12
(11)	1040 sh MS&AD Ins Group Hldgs Adr	P	04/19/11	08/02/12
(12)	1105.44 sh FNMA due 12-1-2035	P	04/19/11	06/25/12
(13)	13000 sh FNMA due 12-1-2035	P	04/19/11	08/21/12
(14)	4000 sh FNMA due 12-1-2035	P	04/19/11	04/16/12
(15)	6 sh United States Steel Corp New	P	04/19/11	10/20/11

	(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)
(1)	280,604		355,791	-75,187
(2)	50,000		61,582	-11,582
(3)	5,000		6,490	-1,490
(4)	100,000		109,987	-9,987
(5)	374		351	23
(6)	11,298		11,786	-488
(7)	75		70	5
(8)	403		419	-16
(9)	3,670		5,290	-1,620
(10)	1,005		1,084	-79
(11)	8,070		11,578	-3,508
(12)	1,105		1,192	-87
(13)	7,320		7,222	98
(14)	2,573		2,589	-16
(15)	136		313	-177

	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))
(1)				-75,187
(2)				-11,582
(3)				-1,490
(4)				-9,987
(5)				23
(6)				-488
(7)				5
(8)				-16
(9)				-1,620
(10)				-79
(11)				-3,508
(12)				-87
(13)				98
(14)				-16
(15)				-177

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 | **2011**

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	FNMA due 12-1-2035 return of princip	P	04/19/11	09/26/11
(2)	FNMA due 12-1-2035 return of princip	P	04/19/11	10/25/11
(3)	FNMA due 12-1-2035 return of princip	P	04/19/11	11/25/11
(4)	FNMA due 12-1-2035 return of princip	P	04/19/11	12/27/11
(5)	FNMA due 12-1-2035 return of princip	P	04/19/11	01/25/12
(6)	FNMA due 12-1-2035 return of princip	P	04/19/11	02/25/12
(7)	FNMA due 12-1-2035 return of princip	P	04/19/11	03/25/12
(8)	FNMA due 12-1-2035 return of princip	P	04/19/11	04/25/12
(9)	0.0097 sh Enterprise Prods Partners	P	04/20/11	09/08/11
(10)	0.0142 sh Kinder Morgan Management L	P	04/20/11	02/14/12
(11)	0.0473 sh Enterprise Prods Partners	P	04/20/11	09/08/11
(12)	0.0661 sh Kinder Morgan Management L	P	04/20/11	11/14/11
(13)	2771.619 sh Forward Tactical Growth	P	04/20/11	12/21/11
(14)	30 sh Hartford Finl Svcs Group Inc	P	04/20/11	08/07/12
(15)	64 sh Inergy LP	P	04/20/11	04/23/12

	(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)
(1)	965		965	
(2)	907		907	
(3)	996		996	
(4)	961		961	
(5)	1,062		1,062	
(6)	933		933	
(7)	999		999	
(8)	1,165		1,165	
(9)	1		1	
(10)	1		1	
(11)	2		2	
(12)	4		4	
(13)	68,875		75,000	-6,125
(14)	521		818	-297
(15)	1,024		2,576	-1,552

	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	
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				
(7)				
(8)				
(9)				
(10)				
(11)				
(12)				
(13)				-6,125
(14)				-297
(15)				-1,552

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Form 990-PF	Capital Gains and Losses for Tax on Investment Income For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12	2011

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	75 sh Hartford Finl Svcs Group Inc	P	04/20/11	05/16/12
(2)	155 sh Microsoft Corp	P	04/21/11	02/16/12
(3)	327 sh Daiichi Sankyo Co Ltd Spon Ad	P	04/21/11	08/02/12
(4)	40 sh Daiichi Sankyo Co	P	04/21/11	12/01/11
(5)	65 sh Microsoft Corp	P	04/21/11	08/21/12
(6)	70 sh Daiichi Sankyo Co	P	04/21/11	05/16/12
(7)	176 sh Daiichi Sankyo Co Ltd Spon Ad	P	04/25/11	08/02/12
(8)	15 sh Monster Beverage Corp	P	04/26/11	02/16/12
(9)	385 sh Monster Beverage Corp	P	04/26/11	08/10/12
(10)	70 sh Hansen Natural Corp	P	04/26/11	12/01/11
(11)	19 sh United States Steel Corp New	P	04/27/11	10/20/11
(12)	115 sh Hartford Finl Svcs Group Inc	P	05/03/11	08/07/12
(13)	126 sh Tenet Healthcare Corp	P	05/04/11	05/17/12
(14)	130 sh Community Health Sys Inc New	P	05/09/11	12/01/11
(15)	155 sh Community Health Sys Inc New	P	05/09/11	05/16/12

	(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)
(1)	1,429		2,044	-615
(2)	4,762		3,954	808
(3)	5,291		6,375	-1,084
(4)	712		780	-68
(5)	2,000		1,658	342
(6)	1,137		1,365	-228
(7)	2,848		3,355	-507
(8)	793		486	307
(9)	21,581		12,461	9,120
(10)	6,457		4,531	1,926
(11)	431		918	-487
(12)	1,999		3,294	-1,295
(13)	596		807	-211
(14)	2,602		3,984	-1,382
(15)	3,419		4,750	-1,331

	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	
(1)				-615
(2)				808
(3)				-1,084
(4)				-68
(5)				342
(6)				-228
(7)				-507
(8)				307
(9)				9,120
(10)				1,926
(11)				-487
(12)				-1,295
(13)				-211
(14)				-1,382
(15)				-1,331

Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | **2011**

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	3000 sh FNMA due 5-1-2041	P	05/10/11	04/16/12
(2)	6000 sh FNMA due 12-1-2036	P	05/10/11	04/16/12
(3)	FNMA due 12-1-2036 return of princip	P	05/10/11	09/26/11
(4)	FNMA due 12-1-2036 return of princip	P	05/10/11	10/25/11
(5)	FNMA due 12-1-2036 return of princip	P	05/10/11	11/25/11
(6)	FNMA due 12-1-2036 return of princip	P	05/10/11	12/27/11
(7)	FNMA due 12-1-2036 return of princip	P	05/10/11	01/25/12
(8)	FNMA due 12-1-2036 return of princip	P	05/10/11	02/25/12
(9)	FNMA due 12-1-2036 return of princip	P	05/10/11	03/25/12
(10)	FNMA due 12-1-2036 return of princip	P	05/10/11	03/26/12
(11)	FNMA due 12-1-2036 return of princip	P	05/10/11	04/25/12
(12)	FNMA due 5-1-2041 return of principa	P	05/10/11	09/26/11
(13)	FNMA due 5-1-2041 return of principa	P	05/10/11	10/25/11
(14)	FNMA due 5-1-2041 return of principa	P	05/10/11	11/25/11
(15)	FNMA due 5-1-2041 return of principa	P	05/10/11	12/27/11

	(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)
(1)	2,984		2,862	122
(2)	1,550		1,582	-32
(3)	73		73	
(4)	50		50	
(5)	92		92	
(6)	61		61	
(7)	58		58	
(8)	60		60	
(9)	1,333		1,333	
(10)	49		49	
(11)	45		45	
(12)	31		31	
(13)	15		15	
(14)	5		5	
(15)	4		4	

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))
(1)				122
(2)				-32
(3)				
(4)				
(5)				
(6)				
(7)				
(8)				
(9)				
(10)				
(11)				
(12)				
(13)				
(14)				
(15)				

Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 | **2011**

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	FNMA due 5-1-2041 return of principa	P	05/10/11	01/25/12
(2)	FNMA due 5-1-2041 return of principa	P	05/10/11	02/27/12
(3)	FNMA due 5-1-2041 return of principa	P	05/10/11	03/26/12
(4)	FNMA due 5-1-2041 return of principa	P	05/10/11	04/25/12
(5)	122 sh Informatica Corp	P	05/11/11	12/01/11
(6)	706 sh Informatica Corp	P	05/11/11	01/31/12
(7)	10 sh Perrigo Company	P	05/16/11	02/16/12
(8)	19 sh Perrigo Company	P	05/16/11	08/21/12
(9)	245 sh Catamaran Corp Com	P	05/16/11	07/19/12
(10)	260 sh Healthspring Inc	P	05/16/11	01/30/12
(11)	30 sh Yahoo Inc	P	05/19/11	08/13/12
(12)	170 sh Nintendo Co Ltd Adr New	P	05/24/11	08/02/12
(13)	15000 sh GE Capital Credit Card due	P	05/26/11	04/09/12
(14)	153 sh Healthspring Inc	P	05/26/11	11/08/11
(15)	1195 sh Nokia Cp Adr	P	05/31/11	08/02/12

	(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)
(1)	17		17	
(2)	35		35	
(3)	59		59	
(4)	5		5	
(5)	5,543		6,420	-877
(6)	29,962		37,153	-7,191
(7)	940		857	83
(8)	2,058		1,628	430
(9)	22,170		14,587	7,583
(10)	14,300		11,521	2,779
(11)	454		486	-32
(12)	2,268		4,765	-2,497
(13)	16,106		15,942	164
(14)	8,278		6,418	1,860
(15)	2,629		8,403	-5,774

	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	
(1)				
(2)				
(3)				
(4)				
(5)				-877
(6)				-7,191
(7)				83
(8)				430
(9)				7,583
(10)				2,779
(11)				-32
(12)				-2,497
(13)				164
(14)				1,860
(15)				-5,774

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	114 sh Nu Skin Enterprises Inc Cl A	P	06/01/11	12/01/11
(2)	200 sh Tiffany & Co New	P	06/01/11	01/19/12
(3)	210 sh Fossil Inc	P	06/01/11	01/19/12
(4)	26 sh Nu Skin Enterprises Inc Cl A	P	06/01/11	02/10/12
(5)	26 sh Nu Skin Enterprises Inc Cl A	P	06/01/11	08/22/12
(6)	40 sh Wabtec	P	06/01/11	02/16/12
(7)	44 sh Wabtec	P	06/01/11	08/21/12
(8)	525 sh Healthspring Inc	P	06/01/11	11/08/11
(9)	65 sh WABTEC	P	06/01/11	12/01/11
(10)	65 sh Cameco Corp	P	06/03/11	08/02/12
(11)	26 sh Alcoa Inc	P	06/06/11	06/11/12
(12)	33 sh Morgan Stanley	P	06/06/11	11/22/11
(13)	186 sh Home Retail Group	P	06/09/11	02/01/12
(14)	135 sh Terex Corp New	P	06/13/11	03/15/12
(15)	20 sh Terex Corp New	P	06/13/11	02/23/12

	(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)
(1)	5,401		4,388	1,013
(2)	12,407		14,915	-2,508
(3)	19,178		21,817	-2,639
(4)	1,386		1,001	385
(5)	1,091		1,001	90
(6)	2,833		2,667	166
(7)	3,558		2,934	624
(8)	28,403		22,573	5,830
(9)	4,433		4,334	99
(10)	1,319		1,838	-519
(11)	218		412	-194
(12)	446		756	-310
(13)	1,258		2,205	-947
(14)	3,501		3,380	121
(15)	513		501	12

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))
(1)				1,013
(2)				-2,508
(3)				-2,639
(4)				385
(5)				90
(6)				166
(7)				624
(8)				5,830
(9)				99
(10)				-519
(11)				-194
(12)				-310
(13)				-947
(14)				121
(15)				12

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 **2011**

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	119 sh Veeco Instruments Inc Del	P	06/14/11	12/01/11
(2)	149 sh Amerisourcebergen Corp	P	06/14/11	12/01/11
(3)	27 sh Veeco Instruments Inc Del	P	06/14/11	08/22/12
(4)	28 sh Veeco Instruments Inc Del	P	06/14/11	02/10/12
(5)	33 sh Amerisourcebergen Corp	P	06/14/11	08/22/12
(6)	35 sh Amerisourcebergen Corp	P	06/14/11	02/10/12
(7)	2013.7579 sh Polyus Gold Internation	P	06/16/11	12/01/11
(8)	134 sh Polyus Gold Intl Ltd Spon Gdr	P	06/17/11	08/02/12
(9)	390 sh Brookline Bankcorp Inc	P	06/17/11	12/01/11
(10)	577.2421 sh Polyus Gold Internationa	P	06/17/11	12/01/11
(11)	630 sh Brookline Bancorp Inc New	P	06/17/11	08/20/12
(12)	100 sh Brookline Bancorp Inc New	P	06/20/11	08/20/12
(13)	100 sh Corn Products International	P	06/20/11	02/16/12
(14)	145 sh McDonalds Corp	P	06/20/11	08/10/12
(15)	15 sh McDonalds Corp	P	06/20/11	02/16/12

	(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)
(1)	2,950		6,183	-3,233
(2)	5,549		6,138	-589
(3)	895		1,403	-508
(4)	777		1,455	-678
(5)	1,252		1,359	-107
(6)	1,350		1,442	-92
(7)	5,900		8,168	-2,268
(8)	407		544	-137
(9)	3,106		3,480	-374
(10)	1,691		2,342	-651
(11)	5,456		5,622	-166
(12)	866		921	-55
(13)	5,732		5,355	377
(14)	12,751		12,010	741
(15)	1,486		1,242	244

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))
(1)				-3,233
(2)				-589
(3)				-508
(4)				-678
(5)				-107
(6)				-92
(7)				-2,268
(8)				-137
(9)				-374
(10)				-651
(11)				-166
(12)				-55
(13)				377
(14)				741
(15)				244

Capital Gains and Losses for Tax on Investment Income

Form **990-PF** — **2011**

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	30 sh Celgene Corp	P	06/20/11	02/16/12
(2)	350 sh Corn Products International	P	06/20/11	05/16/12
(3)	37 sh Celgene Corp	P	06/20/11	08/21/12
(4)	70 sh McDonalds Corp	P	06/20/11	12/01/11
(5)	306 sh UBS Ag New	P	06/28/11	08/02/12
(6)	130 sh Spirit Aerosystems Hldgs Inc	P	06/29/11	05/16/12
(7)	186 sh AES Corp	P	06/29/11	12/01/11
(8)	255 sh Spirit Aerosystems Hldgs Inc	P	06/29/11	12/01/11
(9)	11 sh AES Corp	P	07/01/11	05/16/12
(10)	12 sh AES Corp	P	07/01/11	12/01/11
(11)	16 sh AES Corp	P	07/05/11	05/16/12
(12)	715 sh TNT Express NV Adr	P	07/06/11	12/01/11
(13)	1915 sh Ford Motor Company	P	07/07/11	12/15/11
(14)	400 sh TNT Express NV Adr	P	07/07/11	12/01/11
(15)	198 sh TNT Express NV Adr	P	07/08/11	01/19/12

	(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)
(1)	2,267		1,793	474
(2)	19,257		18,741	516
(3)	2,641		2,211	430
(4)	6,689		5,798	891
(5)	3,122		5,395	-2,273
(6)	3,076		2,747	329
(7)	2,261		2,343	-82
(8)	5,054		5,388	-334
(9)	133		142	-9
(10)	146		155	-9
(11)	194		206	-12
(12)	5,313		7,292	-1,979
(13)	19,708		26,676	-6,968
(14)	2,972		4,102	-1,130
(15)	1,577		2,014	-437

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))
(1)				474
(2)				516
(3)				430
(4)				891
(5)				-2,273
(6)				329
(7)				-82
(8)				-334
(9)				-9
(10)				-9
(11)				-12
(12)				-1,979
(13)				-6,968
(14)				-1,130
(15)				-437

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** — **2011**

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	186 sh TNT Express NV Adr	P	07/11/11	02/17/12
(2)	71 sh TNT Express NV Adr	P	07/11/11	01/19/12
(3)	4000 sh U.S. Treasury Inflation Inde	P	07/12/11	01/27/12
(4)	5000 sh U.S. Treasury Inflation Inde	P	07/12/11	01/31/12
(5)	105 sh Bed Bath & Beyond	P	07/18/11	12/01/11
(6)	20 sh Bed Bath & Beyond	P	07/18/11	02/16/12
(7)	40 sh Bed Bath & Beyond	P	07/18/11	08/21/12
(8)	124 sh Cisco Sys Inc	P	07/19/11	12/01/11
(9)	25 sh Cisco Sys Inc	P	07/19/11	05/16/12
(10)	216 sh Sprint Nextel Corp	P	07/28/11	01/27/12
(11)	110 sh Marathon Petroleum Corp	P	08/01/11	12/01/11
(12)	230 sh Marathon Petroleum Corp	P	08/01/11	08/17/12
(13)	490 sh Nintendo Co Ltd Adr New	P	08/01/11	08/02/12
(14)	1241 sh Polyus Gold Intl Ltd Spon Gd	P	08/03/11	08/02/12
(15)	2000 sh U.S. Treasury Inflation Inde	P	08/03/11	01/31/12

	(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)
(1)	2,338		1,729	609
(2)	565		708	-143
(3)	5,701		5,022	679
(4)	7,215		6,277	938
(5)	6,306		6,121	185
(6)	1,156		1,166	-10
(7)	2,642		2,332	310
(8)	2,285		1,941	344
(9)	417		391	26
(10)	467		923	-456
(11)	3,745		4,910	-1,165
(12)	11,369		10,266	1,103
(13)	6,536		9,708	-3,172
(14)	3,773		4,465	-692
(15)	2,886		2,651	235

	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	
(1)				609
(2)				-143
(3)				679
(4)				938
(5)				185
(6)				-10
(7)				310
(8)				344
(9)				26
(10)				-456
(11)				-1,165
(12)				1,103
(13)				-3,172
(14)				-692
(15)				235

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	229 sh UBS Ag New	P	08/03/11	08/02/12
(2)	4000 sh US Tsy Inflation Index Cpi d	P	08/03/11	03/01/12
(3)	54 sh Alcoa Inc	P	08/03/11	06/11/12
(4)	7000 sh US Treasury Inflaiton Index	P	08/03/11	02/28/12
(5)	7000 sh US Treasury Inflation Index	P	08/03/11	02/29/12
(6)	197 sh Cameco Corp	P	08/04/11	08/02/12
(7)	10 sh Spirit Aerosystems Hldgs Inc C	P	08/05/11	05/16/12
(8)	5730 sh Finmeccanica Spa Roma	P	08/05/11	08/02/12
(9)	25000 sh US Treasury Notes Ser AA-20	P	08/08/11	03/01/12
(10)	308 sh Wolters Klumwer Nv Spon Adr	P	08/08/11	08/02/12
(11)	479 sh Cameco Corp	P	08/08/11	08/02/12
(12)	1015 sh Allianz SE Ads	P	08/09/11	08/02/12
(13)	15 sh Aspen Insurance Holdings Ltd	P	08/09/11	05/16/12
(14)	25 sh Boeing Co	P	08/09/11	01/31/12
(15)	75 sh Aspen Insurance Holdings Ltd	P	08/09/11	12/01/11

	(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)
(1)	2,336		3,602	-1,266
(2)	5,662		5,301	361
(3)	453		766	-313
(4)	10,050		9,277	773
(5)	9,974		9,277	697
(6)	3,999		4,851	-852
(7)	237		174	63
(8)	9,340		19,841	-10,501
(9)	25,779		25,518	261
(10)	5,020		5,576	-556
(11)	9,723		10,826	-1,103
(12)	9,541		11,218	-1,677
(13)	418		363	55
(14)	1,857		1,508	349
(15)	1,974		1,816	158

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))
(1)				-1,266
(2)				361
(3)				-313
(4)				773
(5)				697
(6)				-852
(7)				63
(8)				-10,501
(9)				261
(10)				-556
(11)				-1,103
(12)				-1,677
(13)				55
(14)				349
(15)				158

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 | **2011**

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	175 sh Health Net Inc	P	08/10/11	08/07/12
(2)	190 sh Hartford Finl Svcs Group Inc	P	08/10/11	08/07/12
(3)	5 sh JP Morgan Chase & Co	P	08/10/11	07/20/12
(4)	110 sh Xylem Inc	P	08/11/11	12/01/11
(5)	14 sh TNT Express NV Adr	P	08/11/11	02/07/12
(6)	183 sh Gazprom Oao Spons Adr	P	08/11/11	02/09/12
(7)	185 sh Kindred Healthcare Inc	P	08/11/11	05/16/12
(8)	210 sh ITT Corp	P	08/11/11	11/08/11
(9)	240 sh Exelis Inc	P	08/11/11	12/01/11
(10)	467 sh Gazprom O A O Spon Adr	P	08/11/11	08/02/12
(11)	715 sh Gazprom Oao Spons Adr	P	08/11/11	12/01/11
(12)	2140 sh Polyus Gold Intl Ltd Spon Gd	P	08/12/11	08/02/12
(13)	255 sh Sprint Nextel Corp	P	08/12/11	01/27/12
(14)	297 sh MS&D Insurance Unspon Adr	P	08/12/11	02/09/12
(15)	43 sh Weatherford International Ltd	P	08/12/11	06/26/12

	(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)
(1)	3,292		3,796	-504
(2)	3,303		3,479	-176
(3)	170		173	-3
(4)	2,615		2,890	-275
(5)	176		127	49
(6)	2,324		1,970	354
(7)	1,619		2,455	-836
(8)	4,133		3,669	464
(9)	2,160		2,544	-384
(10)	4,184		5,027	-843
(11)	8,455		7,697	758
(12)	6,505		7,184	-679
(13)	552		807	-255
(14)	3,193		3,286	-93
(15)	494		746	-252

	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	
(1)				-504
(2)				-176
(3)				-3
(4)				-275
(5)				49
(6)				354
(7)				-836
(8)				464
(9)				-384
(10)				-843
(11)				758
(12)				-679
(13)				-255
(14)				-93
(15)				-252

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 | **2011**

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	1080 sh Ishares Russell 1000 Growth	P	08/15/11	09/09/11
(2)	1340 sh Ishares Russell 1000 Growth	P	08/15/11	11/07/11
(3)	15 sh Ishares Russell 1000 Growth In	P	08/15/11	12/01/11
(4)	320 sh Ishares Russell 1000 Growth I	P	08/15/11	09/27/11
(5)	630 sh Ishares Russell 1000 Growth I	P	08/15/11	09/20/11
(6)	1052 sh Alstom Adr	P	08/18/11	08/02/12
(7)	190 sh AECOM Technology Corp	P	08/18/11	12/01/11
(8)	20 sh Weatherford International Ltd	P	08/18/11	06/26/12
(9)	210 sh Wal-Mart Stores Inc	P	08/18/11	07/02/12
(10)	3307 sh Alston-Eur CGMI	P	08/18/11	12/01/11
(11)	501 sh Alston-Eur CGMI	P	08/18/11	02/09/12
(12)	70 sh Wal-Mart Stores Inc	P	08/18/11	12/01/11
(13)	22 sh Weatherford International Ltd	P	08/21/11	05/16/12
(14)	106 sh Mylan Inc	P	08/23/11	12/01/11
(15)	16 sh Mylan Inc	P	08/23/11	05/16/12

	(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)
(1)	58,531		60,329	-1,798
(2)	78,486		74,852	3,634
(3)	874		838	36
(4)	17,754		17,875	-121
(5)	36,171		35,192	979
(6)	3,240		4,628	-1,388
(7)	4,119		3,593	526
(8)	230		325	-95
(9)	14,534		10,777	3,757
(10)	11,125		14,547	-3,422
(11)	1,994		2,204	-210
(12)	4,131		3,592	539
(13)	278		382	-104
(14)	2,093		1,923	170
(15)	340		290	50

	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))
(1)				-1,798
(2)				3,634
(3)				36
(4)				-121
(5)				979
(6)				-1,388
(7)				526
(8)				-95
(9)				3,757
(10)				-3,422
(11)				-210
(12)				539
(13)				-104
(14)				170
(15)				50

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	4 sh Weatherford International Ltd	P	08/24/11	06/26/12
(2)	1130 sh Ishares Russell 1000 Growth	P	08/25/11	12/01/11
(3)	589.44 sh FNMA due 3-1-2034	P	08/25/11	07/25/12
(4)	602.05 sh FNMA due 3-1-2034	P	08/25/11	08/25/12
(5)	635.63 sh FNMA due 31-2034	P	08/25/11	06/25/12
(6)	FNMA due 2-1-2034 return of principa	P	08/25/11	10/25/11
(7)	FNMA due 2-1-2034 return of principa	P	08/25/11	11/25/11
(8)	FNMA due 2-1-2034 return of principa	P	08/25/11	12/27/11
(9)	FNMA due 2-1-2034 return of principa	P	08/25/11	01/25/12
(10)	FNMA due 2-1-2034 return of principa	P	08/25/11	02/25/12
(11)	FNMA due 2-1-2034 return of principa	P	08/25/11	03/25/12
(12)	FNMA due 2-1-2034 return of principa	P	08/25/11	04/25/12
(13)	184 sh Cameco Corp	P	08/26/11	08/02/12
(14)	211 sh Marine Harvest Unspon Adr	P	08/26/11	02/09/12
(15)	739 sh Marine Harvest Unspon Adr	P	08/26/11	12/01/11

	(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)
(1)	46		61	-15
(2)	65,848		61,122	4,726
(3)	589		636	-47
(4)	602		649	-47
(5)	636		685	-49
(6)	618		618	
(7)	731		731	
(8)	772		772	
(9)	732		732	
(10)	639		639	
(11)	717		717	
(12)	668		668	
(13)	3,735		4,073	-338
(14)	2,239		2,345	-106
(15)	6,370		8,212	-1,842

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))
(1)				-15
(2)				4,726
(3)				-47
(4)				-47
(5)				-49
(6)				
(7)				
(8)				
(9)				
(10)				
(11)				
(12)				
(13)				-338
(14)				-106
(15)				-1,842

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Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	145 sh Big Lots Inc	P	08/31/11	12/01/11
(2)	230 sh American Eagle Outfitters Inc	P	08/31/11	01/03/12
(3)	25 sh Weatherford International Ltd	P	08/31/11	06/29/12
(4)	425 sh American Eagle Outfitters	P	08/31/11	12/01/11
(5)	51 sh Morgan Stanley	P	08/31/11	11/22/11
(6)	6 sh Weatherford International Ltd	P	08/31/11	07/05/12
(7)	65 sh Big Lots Inc	P	08/31/11	07/11/12
(8)	1185 sh Alumina Ltd	P	09/01/11	08/02/12
(9)	58 sh Weatherford International Ltd	P	09/01/11	07/05/12
(10)	75 sh JP Morgan Chase & Co	P	09/01/11	07/20/12
(11)	305 sh Nexen Inc	P	09/06/11	07/23/12
(12)	37 sh Weatherford International Ltd	P	09/06/11	07/05/12
(13)	740 sh Home Retail Group Adr	P	09/06/11	08/02/12
(14)	10 sh Terra Nitrogen Co	P	09/07/11	02/16/12
(15)	332 sh TNT Express NV Adr	P	09/07/11	02/17/12

	(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)
(1)	5,845		4,932	913
(2)	3,583		2,543	1,040
(3)	313		432	-119
(4)	5,975		4,700	1,275
(5)	690		890	-200
(6)	77		104	-27
(7)	2,553		2,211	342
(8)	3,436		6,648	-3,212
(9)	748		994	-246
(10)	2,548		2,754	-206
(11)	7,862		5,941	1,921
(12)	477		576	-99
(13)	3,345		5,602	-2,257
(14)	1,941		1,925	16
(15)	4,173		2,892	1,281

	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))
(1)				913
(2)				1,040
(3)				-119
(4)				1,275
(5)				-200
(6)				-27
(7)				342
(8)				-3,212
(9)				-246
(10)				-206
(11)				1,921
(12)				-99
(13)				-2,257
(14)				16
(15)				1,281

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Form 990-PF	Capital Gains and Losses for Tax on Investment Income For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12	2011

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	45 sh Terra Nitrogen Co	P	09/07/11	12/01/11
(2)	45 sh Terra Nitrogen Co	P	09/07/11	03/12/12
(3)	487 sh TNT Express NV Adr	P	09/08/11	02/17/12
(4)	50 sh ITT Corp	P	09/08/11	11/08/11
(5)	10 sh Chipotle Mexican Grill	P	09/09/11	08/10/12
(6)	105 sh Terra Nitrogen Co	P	09/09/11	03/12/12
(7)	122 sh Monster Beverage Corp	P	09/09/11	08/10/12
(8)	131 sh Marine Harvest Unspon Adr	P	09/09/11	05/16/12
(9)	135 sh Wynn Resorts Ltd	P	09/09/11	12/15/11
(10)	17000 sh FNMA due 4-1-2036	P	09/09/11	04/05/12
(11)	21 sh Marine Harvest Asa Adr	P	09/09/11	08/02/12
(12)	250 sh Tiffany & Co New	P	09/09/11	01/19/12
(13)	32 sh TNT Express NV Adr	P	09/09/11	02/17/12
(14)	459 sh TNT Express NV Adr	P	09/09/11	02/23/12
(15)	5 sh Chipotle Mexican Grill	P	09/09/11	08/21/12

	(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)
(1)	7,262		8,660	-1,398
(2)	10,131		8,660	1,471
(3)	6,122		4,257	1,865
(4)	984		847	137
(5)	2,933		3,034	-101
(6)	23,640		19,460	4,180
(7)	6,839		5,241	1,598
(8)	1,390		1,428	-38
(9)	14,046		19,992	-5,946
(10)	5,189		5,283	-94
(11)	271		229	42
(12)	15,509		17,164	-1,655
(13)	402		271	131
(14)	5,854		3,880	1,974
(15)	1,493		1,517	-24

	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	
(1)				-1,398
(2)				1,471
(3)				1,865
(4)				137
(5)				-101
(6)				4,180
(7)				1,598
(8)				-38
(9)				-5,946
(10)				-94
(11)				42
(12)				-1,655
(13)				131
(14)				1,974
(15)				-24

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Form 990-PF	Capital Gains and Losses for Tax on Investment Income For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12	2011

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	5 sh Panera Bread Co Cl A	P	09/09/11	08/21/12
(2)	54 sh TNT Express NV Adr	P	09/09/11	02/27/12
(3)	540 sh Medics Pharmaceutical Corp	P	09/09/11	01/26/12
(4)	55 sh Marine Harvest Unspon Adr	P	09/09/11	02/09/12
(5)	7 sh McDonalds Corp	P	09/09/11	08/21/12
(6)	74 sh Panera Bread Co Cl A	P	09/09/11	08/10/12
(7)	FNMA due 4-1-2036 return of principa	P	09/09/11	10/25/11
(8)	FNMA due 4-1-2036 return of principa	P	09/09/11	11/25/11
(9)	FNMA due 4-1-2036 return of principa	P	09/09/11	12/27/11
(10)	FNMA due 4-1-2036 return of principa	P	09/09/11	01/25/12
(11)	FNMA due 4-1-2036 return of principa	P	09/09/11	02/25/12
(12)	FNMA due 4-1-2036 return of principa	P	09/09/11	03/25/12
(13)	FNMA due 4-1-2036 return of principa	P	09/09/11	04/25/12
(14)	15 sh Big Lots Inc	P	09/15/11	07/11/12
(15)	195 sh American Eagle Outfitters Inc	P	09/15/11	01/03/12

	(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)
(1)	778		541	237
(2)	669		457	212
(3)	17,560		20,307	-2,747
(4)	584		600	-16
(5)	620		591	29
(6)	11,496		8,011	3,485
(7)	124		124	
(8)	134		134	
(9)	141		141	
(10)	142		142	
(11)	130		130	
(12)	155		155	
(13)	163		163	
(14)	589		495	94
(15)	3,038		2,242	796

	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))
(1)				237
(2)				212
(3)				-2,747
(4)				-16
(5)				29
(6)				3,485
(7)				
(8)				
(9)				
(10)				
(11)				
(12)				
(13)				
(14)				94
(15)				796

Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	30 sh Big Lots Inc	P	09/15/11	07/12/12
(2)	65 sh American Eagle Outfitters Inc	P	09/15/11	01/31/12
(3)	200 sh Big Lots Inc	P	09/16/11	07/12/12
(4)	215 sh ITC Holdings Corp	P	09/16/11	03/22/12
(5)	292 sh Starbucks Corp	P	09/16/11	08/10/12
(6)	345 sh Healthspring Inc	P	09/16/11	01/30/12
(7)	400 sh American Eagle Outfitters Inc	P	09/16/11	01/31/12
(8)	460 sh Accuride Coporation	P	09/16/11	12/01/11
(9)	5 sh Starbucks Corp	P	09/16/11	08/21/12
(10)	160 sh Bank New York Mellon Corp	P	09/19/11	12/01/11
(11)	2 sh Anadarko Petroleum Corp	P	09/20/11	03/22/12
(12)	20000 sh LBUBS 2006 C1 A4 due 2-15-2	P	09/21/11	07/09/12
(13)	110 sh Wal-Mart Stores Inc	P	09/22/11	07/02/12
(14)	160 sh Big Lots Inc	P	09/22/11	07/12/12
(15)	167 sh Kinross Gold Corp New	P	09/27/11	08/02/12

	(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)
(1)	1,162		989	173
(2)	916		747	169
(3)	7,749		6,741	1,008
(4)	16,351		16,545	-194
(5)	13,276		11,398	1,878
(6)	18,975		13,439	5,536
(7)	5,639		4,603	1,036
(8)	2,788		4,206	-1,418
(9)	241		195	46
(10)	3,064		3,251	-187
(11)	157		154	3
(12)	22,294		21,860	434
(13)	7,613		5,576	2,037
(14)	6,200		5,167	1,033
(15)	1,309		2,568	-1,259

	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	
(1)				173
(2)				169
(3)				1,008
(4)				-194
(5)				1,878
(6)				5,536
(7)				1,036
(8)				-1,418
(9)				46
(10)				-187
(11)				3
(12)				434
(13)				2,037
(14)				1,033
(15)				-1,259

Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	25 sh Terra Nitrogen Co	P	09/27/11	03/12/12
(2)	45 sh Barrick Gold Corp	P	09/27/11	08/02/12
(3)	6 sh Terra Nitrogen Co	P	09/27/11	08/21/12
(4)	68 sh Siemens Aktiengesellschaft	P	09/27/11	08/02/12
(5)	16 sh Weatherford International Ltd	P	09/28/11	07/25/12
(6)	17 sh Weatherford International Ltd	P	09/28/11	07/05/12
(7)	55000 sh Strips TINT-US Treasury due	P	09/28/11	12/12/11
(8)	1130 sh Gazprom O A O Spon Adr	P	09/29/11	08/02/12
(9)	209 sh Sprint Nextel Corp	P	09/30/11	01/27/12
(10)	342 sh TNT Express NV Adr	P	09/30/11	02/27/12
(11)	7 sh Anadarko Petroleum Corp	P	09/30/11	03/22/12
(12)	1455 sh Alstom Adr	P	10/03/11	08/02/12
(13)	17 sh Thermo Fisher Scientific Inc	P	10/04/11	12/01/11
(14)	3180.627 sh Carrefour Sa Sponsored A	P	10/04/11	08/02/12
(15)	5 sh Thermo Fisher Scientific Inc	P	10/04/11	02/14/12

	(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)
(1)	5,628		3,842	1,786
(2)	1,475		2,184	-709
(3)	1,313		922	391
(4)	5,646		6,441	-795
(5)	186		211	-25
(6)	219		224	-5
(7)	45,015		44,697	318
(8)	10,125		10,978	-853
(9)	452		644	-192
(10)	4,238		2,459	1,779
(11)	550		453	97
(12)	4,481		4,630	-149
(13)	804		834	-30
(14)	10,846		13,915	-3,069
(15)	278		245	33

	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	
(1)				1,786
(2)				-709
(3)				391
(4)				-795
(5)				-25
(6)				-5
(7)				318
(8)				-853
(9)				-192
(10)				1,779
(11)				97
(12)				-149
(13)				-30
(14)				-3,069
(15)				33

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** — **2011**

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	5 sh Thermo Fisher Scientific Inc	P	10/04/11	05/16/12
(2)	40 sh Symantec Corp	P	10/05/11	07/06/12
(3)	15000 sh FNMA due 7-1-2035	P	10/07/11	04/05/12
(4)	207.15 sh FNMA due 7-1-2035	P	10/07/11	08/25/12
(5)	213.34 sh FNMA due 7-1-2035	P	10/07/11	05/25/12
(6)	214.55 sh FNMA due 7-1-2035	P	10/07/11	07/25/12
(7)	235.6 sh FNMA due 7-1-2035	P	10/07/11	06/25/12
(8)	4000 sh FNMA due 7-1-2035	P	10/07/11	04/16/12
(9)	6000 sh FNMA due 3-1-2036	P	10/07/11	04/16/12
(10)	FNMA due 3-1-2036 return of principa	P	10/07/11	11/25/11
(11)	FNMA due 3-1-2036 return of principa	P	10/07/11	12/27/11
(12)	FNMA due 3-1-2036 return of principa	P	10/07/11	01/25/12
(13)	FNMA due 3-1-2036 return of principa	P	10/07/11	02/25/12
(14)	FNMA due 3-1-2036 return of principa	P	10/07/11	03/25/12
(15)	FNMA due 3-1-2036 return of principa	P	10/07/11	04/25/12

	(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)
(1)	258		245	13
(2)	563		654	-91
(3)	4,635		4,664	-29
(4)	207		223	-16
(5)	213		229	-16
(6)	215		231	-16
(7)	236		253	-17
(8)	1,240		1,244	-4
(9)	1,742		1,752	-10
(10)	42		42	
(11)	57		57	
(12)	50		50	
(13)	50		50	
(14)	50		50	
(15)	53		53	

	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	
(1)				13
(2)				-91
(3)				-29
(4)				-16
(5)				-16
(6)				-16
(7)				-17
(8)				-4
(9)				-10
(10)				
(11)				
(12)				
(13)				
(14)				
(15)				

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Form 990-PF	Capital Gains and Losses for Tax on Investment Income For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12	2011

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	FNMA due 7-1-2035 return of principa	P	10/07/11	11/25/11
(2)	FNMA due 7-1-2035 return of principa	P	10/07/11	12/27/11
(3)	FNMA due 7-1-2035 return of principa	P	10/07/11	01/25/12
(4)	FNMA due 7-1-2035 return of principa	P	10/07/11	02/25/12
(5)	FNMA due 7-1-2035 return of principa	P	10/07/11	03/25/12
(6)	FNMA due 7-1-2035 return of principa	P	10/07/11	04/25/12
(7)	20 sh Spdr Trust Series 1	P	10/10/11	08/22/12
(8)	200 sh Sprint Nextel Corp	P	10/10/11	01/27/12
(9)	22 sh Spdr S&P 500 ETF Trust	P	10/10/11	02/10/12
(10)	372 sh Kinross Gold Corp New	P	10/17/11	08/02/12
(11)	120 sh Cabela's Inc	P	10/19/11	12/01/11
(12)	190 sh Cabelas Inc	P	10/19/11	04/18/12
(13)	230 sh Cabela's Inc	P	10/19/11	07/13/12
(14)	2 sh Cliffs Natural Resources	P	10/21/11	02/08/12
(15)	22 sh Cliffs Natural Resources	P	10/21/11	12/01/11

	(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)
(1)	415		415	
(2)	423		423	
(3)	422		422	
(4)	379		379	
(5)	398		398	
(6)	412		412	
(7)	2,827		2,380	447
(8)	433		447	-14
(9)	2,949		2,618	331
(10)	2,916		5,311	-2,395
(11)	2,869		2,948	-79
(12)	7,371		4,668	2,703
(13)	9,017		5,651	3,366
(14)	153		121	32
(15)	1,507		1,331	176

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))
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				
(7)				447
(8)				-14
(9)				331
(10)				-2,395
(11)				-79
(12)				2,703
(13)				3,366
(14)				32
(15)				176

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** **2011**

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	4 sh Cliffs Natural Resources	P	10/21/11	01/25/12
(2)	4 sh Cliffs Natural Resources	P	10/21/11	05/16/12
(3)	13 sh Symantec Corp	P	10/28/11	07/06/12
(4)	14 sh Catamaran Corp Com	P	11/07/11	08/21/12
(5)	205 sh Chevron Corp	P	11/07/11	03/22/12
(6)	21 sh Catamaran Corp Com	P	11/07/11	07/19/12
(7)	210 sh Fossil Inc	P	11/07/11	01/19/12
(8)	45 sh Chevron Corp	P	11/07/11	02/16/12
(9)	150 sh Oshkosh Truck Corp	P	11/08/11	12/01/11
(10)	173 sh Sprint Nextel Corp	P	11/08/11	01/27/12
(11)	453.424 sh FNMA due 10-1-2035	P	11/08/11	05/25/12
(12)	479.969 sh FNMA due 10-1-2035	P	11/08/11	08/25/12
(13)	480.03 sh FNMA due 10-1-2035	P	11/08/11	06/25/12
(14)	498.571 sh FNMA due 10-1-2035	P	11/08/11	07/25/12
(15)	156 sh CVS Caremark Corp	P	11/09/11	12/01/11

	(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)
(1)	305		242	63
(2)	208		242	-34
(3)	183		233	-50
(4)	1,219		687	532
(5)	21,690		21,928	-238
(6)	1,900		1,031	869
(7)	19,178		20,311	-1,133
(8)	4,744		4,813	-69
(9)	3,121		3,267	-146
(10)	374		500	-126
(11)	453		488	-35
(12)	480		517	-37
(13)	480		517	-37
(14)	499		537	-38
(15)	6,016		6,043	-27

	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))
(1)				63
(2)				-34
(3)				-50
(4)				532
(5)				-238
(6)				869
(7)				-1,133
(8)				-69
(9)				-146
(10)				-126
(11)				-35
(12)				-37
(13)				-37
(14)				-38
(15)				-27

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 | **2011**

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	215 sh Tesoro Corp	P	11/09/11	12/01/11
(2)	34 sh CVS Caremark Corp	P	11/09/11	08/22/12
(3)	35 sh CVS Caremark Corp	P	11/09/11	02/10/12
(4)	47 sh Tesoro Petroleum Cp	P	11/09/11	08/22/12
(5)	48 sh Tesboro Corp	P	11/09/11	02/10/12
(6)	109.23 sh FHLMC due 3-1-2038	P	11/10/11	06/15/12
(7)	11000 sh FHLMC due 9-1-2038	P	11/10/11	08/21/12
(8)	124.3 sh FHLMC due 9-1-2038	P	11/10/11	08/15/12
(9)	130.358 sh FHLMC due 9-1-2038	P	11/10/11	05/15/12
(10)	135.76 sh FHLMC due 9-1-2038	P	11/10/11	07/15/12
(11)	157.21 sh FHLMC due 9-1-2038	P	11/10/11	06/25/12
(12)	10 sh Whirlpool Corp	P	11/14/11	03/15/12
(13)	5 sh Whirlpool Corp	P	11/14/11	12/01/11
(14)	75 sh Whirlpool Corp	P	11/14/11	03/01/12
(15)	217.67 sh WBCMT 2005-C21 A4 due 10-1	P	11/17/11	08/15/12

	(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)
(1)	5,144		6,257	-1,113
(2)	1,552		1,317	235
(3)	1,501		1,356	145
(4)	1,824		1,368	456
(5)	1,309		1,397	-88
(6)	109		117	-8
(7)	2,815		2,793	22
(8)	124		134	-10
(9)	130		141	-11
(10)	136		147	-11
(11)	157		170	-13
(12)	783		542	241
(13)	245		271	-26
(14)	5,614		4,064	1,550
(15)	218		238	-20

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))
(1)				-1,113
(2)				235
(3)				145
(4)				456
(5)				-88
(6)				-8
(7)				22
(8)				-10
(9)				-11
(10)				-11
(11)				-13
(12)				241
(13)				-26
(14)				1,550
(15)				-20

Capital Gains and Losses for Tax on Investment Income

Form **990-PF** — **2011**

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	3866.93 sh WBCMT 2005-C21 A4 due 10-	P	11/17/11	07/17/12
(2)	10 sh Cabela's Inc	P	11/21/11	07/13/12
(3)	15 sh Citigroup Inc	P	11/22/11	05/16/12
(4)	15 sh Ross Stores Inc	P	11/22/11	02/16/12
(5)	15 sh Tractor Supply Co	P	11/22/11	02/16/12
(6)	29 sh Citigroup Inc	P	11/22/11	12/01/11
(7)	30 sh Tractor Supply Co	P	11/22/11	08/21/12
(8)	59 sh Ross Stores Inc	P	11/22/11	08/21/12
(9)	75 sh Ross Stores Inc	P	11/22/11	12/01/11
(10)	399 sh Overseas Private Investment 3	P	11/29/11	06/15/12
(11)	Overseas Private Investment due 3-15	P	11/29/11	12/15/11
(12)	Overseas Private Investment due 3-15	P	11/29/11	03/15/12
(13)	20000 sh Strips TINT-US Treasury due	P	11/30/11	12/12/11
(14)	52 sh Transocean Ltd Switzerland	P	12/07/11	04/03/12
(15)	60 sh Transocean Ltd	P	12/07/11	08/02/12

	(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)
(1)	3,867		4,234	-367
(2)	392		236	156
(3)	408		374	34
(4)	774		651	123
(5)	1,257		1,078	179
(6)	779		722	57
(7)	2,821		2,157	664
(8)	4,103		2,559	1,544
(9)	6,908		6,506	402
(10)	399		454	-55
(11)	384		384	
(12)	390		390	
(13)	16,369		16,287	82
(14)	2,779		2,361	418
(15)	2,864		2,724	140

	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))
(1)				-367
(2)				156
(3)				34
(4)				123
(5)				179
(6)				57
(7)				664
(8)				1,544
(9)				402
(10)				-55
(11)				
(12)				
(13)				82
(14)				418
(15)				140

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 | **2011**

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	126 sh Transocean Ltd	P	12/08/11	08/02/12
(2)	71 sh Barrick Gold Corp	P	12/15/11	08/02/12
(3)	205 sh Electricite De France Adr	P	12/19/11	08/02/12
(4)	214 sh Newcrest Mining Ltd Spons Adr	P	12/19/11	08/02/12
(5)	536.072 sh Carrefour Sa Sponsored Ad	P	12/21/11	08/02/12
(6)	0.023 sh Kinder Morgan Mgmt LLC	P	12/22/11	08/14/12
(7)	0.1429 sh Kinder Morgan Management L	P	12/22/11	02/14/12
(8)	0.185 sh Kinder Morgan Mgmt LLC	P	12/22/11	05/15/12
(9)	10 sh Core Laboratories N V-USD	P	12/22/11	02/16/12
(10)	613 sh Inergy LP	P	12/22/11	04/23/12
(11)	3802.281 sh Templeton Global BD Fd A	P	01/04/12	08/17/12
(12)	513 sh Ishares Russell 2000 Index Fd	P	01/05/12	03/08/12
(13)	580 sh Spdr DJIA Trust	P	01/05/12	05/25/12
(14)	600 sh Spdr S&P 500 ETF Trust	P	01/05/12	04/23/12
(15)	609 sh Spdr DJIA Trust	P	01/05/12	06/25/12

	(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)
(1)	6,015		5,523	492
(2)	2,327		3,175	-848
(3)	785		957	-172
(4)	5,196		6,641	-1,445
(5)	1,828		2,271	-443
(6)	2		2	
(7)	11		11	
(8)	13		14	-1
(9)	1,202		1,177	25
(10)	9,806		14,863	-5,057
(11)	50,000		47,338	2,662
(12)	40,781		38,592	2,189
(13)	72,051		71,890	161
(14)	81,836		76,847	4,989
(15)	75,920		75,484	436

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))
(1)				492
(2)				-848
(3)				-172
(4)				-1,445
(5)				-443
(6)				
(7)				
(8)				-1
(9)				25
(10)				-5,057
(11)				2,662
(12)				2,189
(13)				161
(14)				4,989
(15)				436

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	55 sh SPX Corp	P	01/09/12	03/15/12
(2)	262430 sh FNMA due 1-1-2042	P	01/10/12	05/25/12
(3)	310.69 sh FNMA due 1-1-2042	P	01/10/12	06/25/12
(4)	333.14 sh FNMA due 1-1-2042	P	01/10/12	07/25/12
(5)	386.32 sh FNMA due 1-1-2042	P	01/10/12	08/25/12
(6)	1462.945 sh Carrefour Sa Sponsored A	P	01/12/12	08/02/12
(7)	580 sh Kinross Gold Corp New	P	01/17/12	08/02/12
(8)	1174 sh Powershares QQQ Tr Ser 1	P	01/18/12	04/16/12
(9)	12000 sh FNMA due 5-1-2041	P	01/18/12	04/16/12
(10)	28 sh Viacom Inc New Class B	P	01/18/12	08/22/12
(11)	30 sh Viacom Inc New Class B	P	01/18/12	02/10/12
(12)	710 sh Powershares QQQ Tr Ser 1	P	01/18/12	03/15/12
(13)	FNMA due 5-1-2041 return of principa	P	01/18/12	02/27/12
(14)	FNMA due 5-1-2041 return of principa	P	01/18/12	03/26/12
(15)	FNMA due 5-1-2041 return of principa	P	01/18/12	04/25/12

	(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)
(1)	4,272		3,578	694
(2)	262		271	-9
(3)	311		320	-9
(4)	333		344	-11
(5)	386		398	-12
(6)	4,989		6,034	-1,045
(7)	4,547		6,093	-1,546
(8)	78,019		69,535	8,484
(9)	10,197		10,248	-51
(10)	1,414		1,338	76
(11)	1,469		1,434	35
(12)	47,390		42,053	5,337
(13)	223		223	
(14)	199		199	
(15)	559		559	

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))
(1)				694
(2)				-9
(3)				-9
(4)				-11
(5)				-12
(6)				-1,045
(7)				-1,546
(8)				8,484
(9)				-51
(10)				76
(11)				35
(12)				5,337
(13)				
(14)				
(15)				

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	178 sh Talisman Energy Inc	P	01/19/12	08/02/12
(2)	31 sh Weatherford International Ltd	P	01/19/12	07/25/12
(3)	184 sh Talisman Energy Inc	P	01/20/12	08/02/12
(4)	FNMA due 4-1-2034 return of principa	P	01/20/12	02/27/12
(5)	FNMA due 4-1-2034 return of principa	P	01/20/12	03/25/12
(6)	FNMA due 4-1-2034 return of prinicpa	P	01/20/12	04/25/12
(7)	7 sh Lam Reseach Corporation	P	01/27/12	05/16/12
(8)	37 sh Donaldson Inc	P	01/30/12	08/22/12
(9)	105 sh Avery Dennison Corporation	P	01/31/12	05/16/12
(10)	26 sh UnitedHealth Group Inc	P	01/31/12	08/22/12
(11)	28 sh UnitedHealth Group Inc	P	01/31/12	02/10/12
(12)	17 sh Biogen Idec Inc	P	02/06/12	08/21/12
(13)	24 sh Wright Express Corp	P	02/06/12	08/21/12
(14)	25 sh Biogen Idec Inc	P	02/06/12	02/12/12
(15)	35 sh Wright Express Corp	P	02/06/12	02/16/12

	(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)
(1)	2,318		2,096	222
(2)	361		511	-150
(3)	2,396		2,188	208
(4)	844		844	
(5)	925		925	
(6)	965		965	
(7)	273		302	-29
(8)	1,299		1,316	-17
(9)	3,160		2,842	318
(10)	1,401		1,361	40
(11)	1,486		1,466	20
(12)	2,449		2,062	387
(13)	1,609		1,404	205
(14)	2,990		3,033	-43
(15)	2,151		2,048	103

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))
(1)				222
(2)				-150
(3)				208
(4)				
(5)				
(6)				
(7)				-29
(8)				-17
(9)				318
(10)				40
(11)				20
(12)				387
(13)				205
(14)				-43
(15)				103

Capital Gains and Losses for Tax on Investment Income

Form **990-PF** **2011**

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	45 sh Solarwinds Inc	P	02/06/12	08/21/12
(2)	60 sh Solarwinds Inc	P	02/06/12	02/16/12
(3)	348 sh Ericsson Lm Tel Adr Cl B New	P	02/07/12	08/02/12
(4)	211 sh Ericsson Lm Tel Adr Cl B New	P	02/08/12	08/02/12
(5)	250 sh UBS Ag New	P	02/08/12	08/02/12
(6)	41000 sh FNMA due 12-1-2033	P	02/08/12	04/16/12
(7)	FNMA due 12-1-2033 return of princip	P	02/08/12	03/25/12
(8)	FNMA due 12-1-2033 return of princip	P	02/08/12	04/25/12
(9)	10 sh Donaldson Co Inc	P	02/09/12	02/16/12
(10)	111 sh Intel Corp	P	02/09/12	08/21/12
(11)	20 sh Lincoln Electric Co Holdings I	P	02/09/12	02/16/12
(12)	42 sh Donaldson Co Inc	P	02/09/12	08/21/12
(13)	515 sh Lincoln Electric Co Holdings	P	02/09/12	07/13/12
(14)	55 sh Intel Corp	P	02/09/12	02/16/12
(15)	422 sh Ishares Russell 2000 Index Fd	P	02/10/12	03/08/12

	(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)
(1)	2,484		1,575	909
(2)	2,233		2,100	133
(3)	3,199		3,340	-141
(4)	1,940		2,030	-90
(5)	2,550		3,607	-1,057
(6)	7,080		7,101	-21
(7)	228		228	
(8)	222		222	
(9)	767		753	14
(10)	2,906		2,990	-84
(11)	907		905	2
(12)	1,491		1,580	-89
(13)	22,119		23,297	-1,178
(14)	1,462		1,482	-20
(15)	33,547		34,325	-778

	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	
(1)				909
(2)				133
(3)				-141
(4)				-90
(5)				-1,057
(6)				-21
(7)				
(8)				
(9)				14
(10)				-84
(11)				2
(12)				-89
(13)				-1,178
(14)				-20
(15)				-778

Form **990-PF** **Capital Gains and Losses for Tax on Investment Income** **2011**

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	530 sh Ericsson Lm Tel Adr Cl B New	P	02/10/12	08/02/12
(2)	31 sh Dolby Cla A Com Stk	P	02/14/12	08/22/12
(3)	64 sh Total System Svcs	P	02/14/12	08/22/12
(4)	2000 sh FHLMA due 12-29-2014	P	02/16/12	08/03/12
(5)	24 sh Health Net Inc A	P	02/28/12	08/22/12
(6)	53 sh Dell Inc	P	02/28/12	08/22/12
(7)	21 sh Anixter Intl Inc	P	03/05/12	08/22/12
(8)	10000 sh FNMA due 6-1-2041	P	03/07/12	04/16/12
(9)	19000 sh FNMA due 8-1-2034	P	03/07/12	04/16/12
(10)	FNMA due 6-1-2041 return of principa	P	03/07/12	04/25/12
(11)	FNMA due 8-1-2034 return of principa	P	03/07/12	04/25/12
(12)	241 sh Impala Platinum Hldgs Ltd Adr	P	03/08/12	08/02/12
(13)	133 sh Vivendi Sa Unspon adr	P	03/09/12	07/13/12
(14)	144 sh Vivendi Sa Unspon Adr	P	03/09/12	08/02/12
(15)	60000 sh US Treasury Note due 5-15-2	P	03/09/12	05/09/12

	(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)
(1)	4,873		5,034	-161
(2)	2,103		2,273	-170
(3)	1,483		1,371	112
(4)	2,013		2,004	9
(5)	535		921	-386
(6)	612		933	-321
(7)	1,282		1,429	-147
(8)	8,379		8,349	30
(9)	7,098		7,073	25
(10)	301		301	
(11)	235		235	
(12)	3,721		5,016	-1,295
(13)	2,493		2,395	98
(14)	2,598		2,593	5
(15)	67,315		66,135	1,180

	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	
(1)				-161
(2)				-170
(3)				112
(4)				9
(5)				-386
(6)				-321
(7)				-147
(8)				30
(9)				25
(10)				
(11)				
(12)				-1,295
(13)				98
(14)				5
(15)				1,180

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	15 sh F5 Networks Inc	P	03/12/12	08/21/12
(2)	36 sh Polaris Industries Inc	P	03/12/12	08/21/12
(3)	60 sh Skyworks Solutions Inc	P	03/12/12	08/21/12
(4)	14000 sh FHLMA due 12-29-2014	P	03/14/12	08/03/12
(5)	19 sh Eastman Chemical Company	P	03/14/12	08/21/12
(6)	231 sh Spdr S&P 500 ETF Trust	P	03/14/12	04/23/12
(7)	236 sh Eastman Chemical Company	P	03/14/12	07/13/12
(8)	286 sh Spdr Trust Series 1	P	03/14/12	05/09/12
(9)	0.5 sh Ametek Inc New	P	03/22/12	06/29/12
(10)	100 sh US Bancorp Com New	P	03/22/12	08/21/12
(11)	20 sh Atlas Worldwide Hldgs Inc	P	03/22/12	05/16/12
(12)	5 sh Pepsico Inc NC	P	03/22/12	05/16/12
(13)	64 sh Symantec Corp	P	03/23/12	07/06/12
(14)	3730.216 sh Small Business Ad due 2-	P	03/30/12	08/10/12
(15)	747.24 sh Purple Chen due 8-1-2023	P	04/04/12	08/01/12

	(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)
(1)	1,527		1,882	-355
(2)	2,758		2,414	344
(3)	1,769		1,592	177
(4)	14,094		13,981	113
(5)	1,062		977	85
(6)	31,507		32,357	-850
(7)	11,394		12,139	-745
(8)	38,517		40,061	-1,544
(9)	17		16	1
(10)	3,336		3,142	194
(11)	958		955	3
(12)	345		328	17
(13)	901		1,166	-265
(14)	3,730		3,809	-79
(15)	747		733	14

	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))
(1)				-355
(2)				344
(3)				177
(4)				113
(5)				85
(6)				-850
(7)				-745
(8)				-1,544
(9)				1
(10)				194
(11)				3
(12)				17
(13)				-265
(14)				-79
(15)				14

Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	Purple Chen due 8-1-2023 return of p	P	04/04/12	05/01/12
(2)	1145.75 sh FNMA due 12-1-2041	P	04/09/12	06/25/12
(3)	1788.95 sh FNMA due 12-1-2041	P	04/09/12	08/25/12
(4)	1928.79 sh FNMA due 12-1-2041	P	04/09/12	07/25/12
(5)	728.94 sh FNMA due 12-1-2041	P	04/09/12	05/25/12
(6)	0.77 sh Vivendi Sa Unspon adr	P	04/10/12	06/18/12
(7)	2510 sh Ageas Sponsored Adr	P	04/10/12	08/02/12
(8)	304 sh Vivendi Sa Unspon Adr	P	04/10/12	08/02/12
(9)	231 sh Spdr Trust Series 1	P	04/12/12	05/21/12
(10)	274 sh Spdr Trust Series 1	P	04/12/12	05/09/12
(11)	286 sh Spdr Trust Series 1	P	04/12/12	05/21/12
(12)	49 sh Spdr Trust Series 1	P	04/12/12	05/21/12
(13)	2740 sh Ageas Sponsored Adr	P	04/23/12	08/02/12
(14)	219 sh Alumina Ltd	P	05/02/12	08/02/12
(15)	687 sh Ing Groep Nv Adr	P	05/09/12	08/02/12

	(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)
(1)	743		743	
(2)	1,146		1,211	-65
(3)	1,789		1,891	-102
(4)	1,929		2,039	-110
(5)	729		771	-42
(6)	14		13	1
(7)	4,568		5,020	-452
(8)	5,484		5,038	446
(9)	30,098		32,032	-1,934
(10)	36,901		37,995	-1,094
(11)	37,264		39,659	-2,395
(12)	6,384		6,795	-411
(13)	4,987		5,037	-50
(14)	635		1,043	-408
(15)	4,164		4,527	-363

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))
(1)				
(2)				-65
(3)				-102
(4)				-110
(5)				-42
(6)				1
(7)				-452
(8)				446
(9)				-1,934
(10)				-1,094
(11)				-2,395
(12)				-411
(13)				-50
(14)				-408
(15)				-363

Form 990-PF — Capital Gains and Losses for Tax on Investment Income — 2011

For calendar year 2011, or tax year beginning 09/01/11, and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	241 sh Home Retail Group Adr	P	05/14/12	08/02/12
(2)	17 sh Home Retail Group Adr	P	05/15/12	08/02/12
(3)	111 sh Kinross Gold Corp New	P	05/21/12	08/02/12
(4)	13 sh Yahoo Inc	P	05/21/12	08/13/12
(5)	15 sh Yahoo Inc	P	05/21/12	08/13/12
(6)	464 sh Gazprom O A O Spon Adr	P	05/21/12	08/02/12
(7)	12 sh Yahoo Inc	P	05/22/12	08/13/12
(8)	1216 sh Powershares QQQ Tr	P	05/22/12	06/21/12
(9)	5 sh CF Industries Holdings Inc	P	05/30/12	08/22/12
(10)	104.6 sh MDST due 7-15-2038	P	05/31/12	07/15/12
(11)	122.17 sh MDST due 7-15-2038	P	05/31/12	06/15/12
(12)	22 sh Buckle Inc	P	05/31/12	08/22/12
(13)	17 sh Wellcare Health Plans Inc	P	06/01/12	08/22/12
(14)	16 sh Towers Watson & Co Cl A	P	06/04/12	08/22/12
(15)	31 sh Yahoo Inc	P	06/04/12	08/13/12

	(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)
(1)	1,089		1,230	-141
(2)	77		88	-11
(3)	870		896	-26
(4)	197		201	-4
(5)	227		232	-5
(6)	4,157		4,169	-12
(7)	181		187	-6
(8)	76,266		76,069	197
(9)	1,048		864	184
(10)	105		102	3
(11)	122		119	3
(12)	946		863	83
(13)	961		936	25
(14)	871		942	-71
(15)	469		464	5

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))
(1)				-141
(2)				-11
(3)				-26
(4)				-4
(5)				-5
(6)				-12
(7)				-6
(8)				197
(9)				184
(10)				3
(11)				3
(12)				83
(13)				25
(14)				-71
(15)				5

Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 | **2011**

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	179.69 sh FNMA due 6-1-2042	P	06/07/12	07/25/12
(2)	200.05 sh FNMA due 6-1-2042	P	06/07/12	08/25/12
(3)	19 sh Yahoo Inc	P	06/08/12	08/13/12
(4)	10 sh Buffalo Wild Wings Inc	P	06/25/12	08/21/12
(5)	120 sh Buffalo Wild Wings Inc	P	06/25/12	08/10/12
(6)	35 sh Texas Cap Bncshs Inc	P	06/25/12	08/21/12
(7)	361 sh Coinstar Inc	P	06/25/12	08/06/12
(8)	714 sh Ing Groep Nv Adr	P	06/27/12	08/02/12
(9)	106 sh Newcrest Mining Ltd Spons Adr	P	06/29/12	08/02/12
(10)	1183 sh Powershares QQQ Tr	P	07/05/12	07/25/12
(11)	155 sh Health Net Inc	P	07/06/12	08/07/12
(12)	25 sh Yahoo Inc	P	07/10/12	08/13/12
(13)	7307.91 sh FNMA due 10-1-2035	P	07/10/12	08/25/12
(14)	172 sh UBS Ag New	P	07/13/12	08/02/12
(15)	123 sh Manpowergroup Inc New	P	07/20/12	08/02/12

	(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)
(1)	180		189	-9
(2)	200		210	-10
(3)	287		295	-8
(4)	748		828	-80
(5)	8,654		9,931	-1,277
(6)	1,570		1,377	193
(7)	16,849		23,371	-6,522
(8)	4,327		4,294	33
(9)	2,574		2,430	144
(10)	73,971		76,989	-3,018
(11)	2,915		3,817	-902
(12)	378		395	-17
(13)	1,308		1,427	-119
(14)	1,755		1,833	-78
(15)	4,176		4,211	-35

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))
(1)				-9
(2)				-10
(3)				-8
(4)				-80
(5)				-1,277
(6)				193
(7)				-6,522
(8)				33
(9)				144
(10)				-3,018
(11)				-902
(12)				-17
(13)				-119
(14)				-78
(15)				-35

Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	133 sh Manpowergroup Inc New	P	07/23/12	08/02/12
(2)	304 sh MS&AD Ins Group Hldgs Adr	P	07/23/12	08/02/12
(3)	1226.624 sh Carrefour Sa Sponsored A	P	07/24/12	08/02/12
(4)	337 sh Electricite De France Adr	P	07/26/12	08/02/12
(5)	50000 sh US Treasury Note due 4-30-2	P	07/27/12	08/17/12
(6)	30 sh Tenet Healthcare Corp	P	07/28/12	05/17/12
(7)	180 sh Tokyo Electron Ltd Unspon Adr	P	08/02/12	08/15/12
(8)	50 sh Kindred Healthcare Inc	P	08/11/12	12/01/11
(9)	32 sh Aaron's Incorporated	P	08/13/12	08/22/12
(10)	40 sh Beacon Roofing Supply Inc	P	08/14/12	08/22/12
(11)	17 sh Casey's General Stores Inc	P	08/15/12	08/22/12
(12)	628.65 sh FNMA due 3-1-2034	P	08/25/12	05/25/12
(13)	180 sh Agrium Inc	P	09/11/12	12/15/11
(14)	Small Business Administration due 9-	P	10/07/18	03/10/12
(15)	FNMA due 10-1-2035 return of princip	P	03/07/11	03/25/12

	(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)
(1)	4,516		4,292	224
(2)	2,359		2,419	-60
(3)	4,183		3,935	248
(4)	1,291		1,251	40
(5)	51,355		51,378	-23
(6)	142		173	-31
(7)	17,567		17,345	222
(8)	634		663	-29
(9)	954		942	12
(10)	1,111		1,059	52
(11)	964		1,028	-64
(12)	629		678	-49
(13)	11,714		15,398	-3,684
(14)	9,194		9,194	
(15)	1,124		1,124	

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))
(1)				224
(2)				-60
(3)				248
(4)				40
(5)				-23
(6)				-31
(7)				222
(8)				-29
(9)				12
(10)				52
(11)				-64
(12)				-49
(13)				-3,684
(14)				
(15)				

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Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

2011

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	FNMA due 10-1-2035 return of princip	P	03/07/11	04/25/12
(2)	FNMA due 11-1-2038 return of princip	P	06/08/09	09/26/11
(3)	FNMA due 11-1-2038 return of princip	P	06/08/09	10/25/11
(4)	FNMA due 11-1-2038 return of princip	P	06/08/09	11/25/11
(5)	FNMA due 11-1-2038 return of princip	P	06/08/09	12/27/11
(6)	FNMA due 11-1-2038 return of princip	P	06/08/09	01/25/12
(7)	FNMA due 11-1-2038 return of princip	P	06/08/09	02/25/12
(8)	FNMA due 11-1-2038 return of princip	P	06/08/09	03/25/12
(9)	FNMA due 11-1-2038 return of princip	P	06/08/09	04/25/12
(10)	FNMA due 9-1-2038 return of principa	P	11/10/11	04/25/12
(11)	FNMA due 11-1-2018 return of princip	P	10/07/08	09/26/11
(12)	FNMA due 11-1-2018 return of princip	P	10/07/08	10/25/11
(13)	FNMA due 11-1-2018 return of princip	P	10/07/08	11/25/11
(14)	FNMA due 11-1-2018 return of princip	P	10/07/08	12/27/11
(15)	FNMA due 11-1-2018 return of princip	P	10/07/08	01/25/12

	(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)
(1)	1,174		1,174	
(2)	1,208		1,208	
(3)	1,260		1,260	
(4)	1,239		1,239	
(5)	1,274		1,274	
(6)	1,250		1,250	
(7)	1,219		1,219	
(8)	1,418		1,418	
(9)	1,351		1,351	
(10)	1,219		1,219	
(11)	555		555	
(12)	502		502	
(13)	470		470	
(14)	529		529	
(15)	387		387	

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))
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				
(7)				
(8)				
(9)				
(10)				
(11)				
(12)				
(13)				
(14)				
(15)				

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Form 990-PF	Capital Gains and Losses for Tax on Investment Income For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12	2011

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	FNMA due 11-1-2018 return of princip	P	10/07/08	02/25/12
(2)	FNMA due 11-1-2018 return of princip	P	10/07/08	03/25/12
(3)	FNMA due 11-1-2018 return of princip	P	10/07/08	04/25/12
(4)	Freddie Mac due 11-15-2029 return of	P	04/22/09	09/15/11
(5)	FNMA due 8-1-2040 return of principa	P	02/02/11	09/26/11
(6)	FNMA due 8-1-2040 return of principa	P	02/02/11	10/25/11
(7)	FNMA due 8-1-2040 return of principa	P	02/02/11	11/25/11
(8)	FNMA due 8-1-2040 return of principa	P	02/02/11	12/27/11
(9)	FNMA due 8-1-2040 return of principa	P	02/02/11	01/25/12
(10)	FNMA due 8-1-2040 return of principa	P	02/02/11	02/25/12
(11)	FNMA due 8-1-2040 return of principa	P	02/02/11	03/25/12
(12)	FNMA due 8-1-2040 return of principa	P	02/02/11	04/25/12
(13)	FNMA due 8-1-2037 return of principa	P	02/25/11	10/25/11
(14)	FNMA due 8-1-2037 return of principa	P	02/25/11	11/25/11
(15)	FNMA due 8-1-2037 return of principa	P	02/25/11	12/27/11

	(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)
(1)	390		390	
(2)	419		419	
(3)	359		359	
(4)	1,521		1,521	
(5)	509		509	
(6)	1,772		1,772	
(7)	1,735		1,735	
(8)	1,368		1,368	
(9)	1,134		1,134	
(10)	1,177		1,177	
(11)	1,571		1,571	
(12)	1,506		1,506	
(13)	579		579	
(14)	559		559	
(15)	578		578	

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))
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				
(7)				
(8)				
(9)				
(10)				
(11)				
(12)				
(13)				
(14)				
(15)				

Form **990-PF** | **Capital Gains and Losses for Tax on Investment Income** | **2011**

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	FNMA due 8-1-2037 return of principa	P	02/25/11	01/25/12
(2)	FNMA due 8-1-2037 return of principa	P	02/25/11	02/25/12
(3)	FNMA due 8-1-2037 return of principa	P	02/25/11	03/25/12
(4)	FNMA due 8-1-2037 return of principa	P	02/25/11	04/25/12
(5)	832 sh Home Retail Group	P	03/10/11	12/01/11
(6)	80 sh Cameco Corp	P	03/15/11	02/09/12
(7)	94 sh Nabors Industries Ltd	P	03/31/11	12/01/11
(8)	8 sh Energizer Hldgs Inc	P	04/06/11	12/01/11
(9)	8 sh Energizer Hldgs Inc	P	04/08/11	12/01/11
(10)	8 sh Energizer Hldgs Inc	P	04/08/11	03/26/12
(11)	958.06 sh FNMA due 12-1-2035	P	04/19/11	05/25/12
(12)	990.84 sh FNMA due 12-1-2035	P	04/19/11	07/25/12
(13)	81.539 sh Forward Tactical Growth Fu	P	04/20/11	12/21/11
(14)	983 sh Shiseido Ltd Spon Adr	P	05/24/11	08/02/12
(15)	83000 sh US Treasury Bills due 9-1-2	P	05/31/11	09/01/11

	(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)
(1)	656		656	
(2)	613		613	
(3)	668		668	
(4)	697		697	
(5)	4,717		10,597	-5,880
(6)	1,883		2,548	-665
(7)	1,674		2,863	-1,189
(8)	581		583	-2
(9)	581		575	6
(10)	595		575	20
(11)	958		1,033	-75
(12)	991		1,069	-78
(13)	2,026		2,050	-24
(14)	13,811		16,253	-2,442
(15)	82,988		82,988	

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))
(1)				
(2)				
(3)				
(4)				
(5)				-5,880
(6)				-665
(7)				-1,189
(8)				-2
(9)				6
(10)				20
(11)				-75
(12)				-78
(13)				-24
(14)				-2,442
(15)				

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Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	90 sh Tiffany & Co	P	06/01/11	12/01/11
(2)	785 sh Home Retail Group Adr	P	06/09/11	08/02/12
(3)	80 sh Celgene Corp	P	06/20/11	12/01/11
(4)	765 sh TNT Express NV Adr	P	07/08/11	12/01/11
(5)	8 sh United States Steel Corp New	P	07/26/11	10/20/11
(6)	880 sh Sekisui House Ltd Adr	P	08/03/11	08/02/12
(7)	91 sh Weatherford International Ltd	P	08/12/11	12/01/11
(8)	8 sh Weatherford International Ltd	P	08/24/11	06/29/12
(9)	79 sh McDonalds Corp	P	09/09/11	08/10/12
(10)	770 sh Marine Harvest Asa Adr	P	09/12/11	08/02/12
(11)	94 sh Spdr S&P 500 ETF Trust	P	10/10/11	12/01/11
(12)	752 sh Talisman Energy Inc	P	10/20/11	08/02/12
(13)	763 sh Talisman Energy Inc	P	10/20/11	12/01/11
(14)	93.19 sh FHLMC due 3-1-2038	P	11/10/11	05/15/12
(15)	95.54 sh FHLMC due 3-1-2038	P	11/10/11	08/15/12

	(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)
(1)	6,050		6,712	-662
(2)	3,544		9,294	-5,750
(3)	4,992		4,780	212
(4)	5,684		7,783	-2,099
(5)	182		324	-142
(6)	8,096		8,157	-61
(7)	1,367		1,580	-213
(8)	100		123	-23
(9)	6,947		6,666	281
(10)	9,933		8,099	1,834
(11)	11,709		11,184	525
(12)	9,792		10,155	-363
(13)	10,449		10,304	145
(14)	93		100	-7
(15)	96		102	-6

	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	
(1)				-662
(2)				-5,750
(3)				212
(4)				-2,099
(5)				-142
(6)				-61
(7)				-213
(8)				-23
(9)				281
(10)				1,834
(11)				525
(12)				-363
(13)				145
(14)				-7
(15)				-6

Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 | **2011**

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	97.14 sh FHLMC due 3-1-2038	P	11/10/11	07/15/12
(2)	FHLMC due 3-1-2038 return of princip	P	11/10/11	12/15/11
(3)	FHLMC due 3-1-2038 return of princip	P	11/10/11	01/15/12
(4)	FHLMC due 3-1-2038 return of princip	P	11/10/11	02/15/12
(5)	FHLMC due 3-1-2038 return of princip	P	11/10/11	03/15/12
(6)	FHLMC due 3-1-2038 return of princip	P	11/10/11	04/15/12
(7)	FHLMC due 9-1-2038 return of princip	P	11/10/11	12/15/11
(8)	FHLMC due 9-1-2038 return of princip	P	11/10/11	01/15/12
(9)	FHLMC due 9-1-2038 return of princip	P	11/10/11	02/15/12
(10)	FHLMC due 9-1-2038 return of princip	P	11/10/11	03/15/12
(11)	FHLMC due 9-1-2038 return of princip	P	11/10/11	04/15/12
(12)	85 sh Tractor Supply Co	P	11/22/11	12/01/11
(13)	8 sh Core Laboratories N V-USD	P	12/22/11	08/21/12
(14)	80 sh Core Laboratories N V-USD	P	12/22/11	06/20/12
(15)	8 sh Medtronic Inc	P	12/30/11	05/16/12

	(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)
(1)	97		104	-7
(2)	84		84	
(3)	86		86	
(4)	81		81	
(5)	90		90	
(6)	99		99	
(7)	127		127	
(8)	124		124	
(9)	117		117	
(10)	135		135	
(11)	146		146	
(12)	6,145		6,111	34
(13)	974		942	32
(14)	9,621		9,416	205
(15)	307		306	1

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))
(1)				-7
(2)				
(3)				
(4)				
(5)				
(6)				
(7)				
(8)				
(9)				
(10)				
(11)				
(12)				34
(13)				32
(14)				205
(15)				1

Form 990-PF Capital Gains and Losses for Tax on Investment Income 2011

For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12

Name	Employer Identification Number
Dover Foundation, Inc.	56-0769897

	(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)	839 sh Spdr S&P 500 ETF Trust	P	01/05/12	04/09/12
(2)	FNMA due 1-1-2042 return of principa	P	01/10/12	02/25/12
(3)	FNMA due 1-1-2042 return of principa	P	01/10/12	03/25/12
(4)	FNMA due 1-1-2042 return of principa	P	01/10/12	04/25/12
(5)	914 sh Ishares Msci Emerging Mkts In	P	01/18/12	03/14/12
(6)	891 sh Ishares Msci Emerging Mkts In	P	01/19/12	03/14/12
(7)	854.2 sh FNMA due 4-1-2034	P	01/20/12	08/25/12
(8)	907.17 sh FNMA due 4-1-2034	P	01/20/12	07/25/12
(9)	923.31 sh FNMA due 4-1-2034	P	01/20/12	06/25/12
(10)	931.02 sh FNMA due 4-1-2034	P	01/20/12	05/25/12
(11)	83 sh Iconix Brand Grp Inc	P	02/15/12	08/22/12
(12)	81 sh Ametek Inc New	P	03/02/12	08/21/12
(13)	833.66 sh Amal Ltd due 8-21-2021	P	03/26/12	05/21/12
(14)	840.54 sh Amal Ltd due 8-21-2021	P	03/26/12	08/21/12
(15)	823.4 sh San Clemente Leas due 8-27-	P	03/28/12	05/27/12

	(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)
(1)	115,764		107,457	8,307
(2)	92		92	
(3)	67		67	
(4)	153		153	
(5)	40,171		37,261	2,910
(6)	39,160		36,884	2,276
(7)	854		932	-78
(8)	907		989	-82
(9)	923		1,007	-84
(10)	931		1,015	-84
(11)	1,534		1,723	-189
(12)	2,784		2,568	216
(13)	834		881	-47
(14)	841		888	-47
(15)	823		881	-58

	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))
(1)				8,307
(2)				
(3)				
(4)				
(5)				2,910
(6)				2,276
(7)				-78
(8)				-82
(9)				-84
(10)				-84
(11)				-189
(12)				216
(13)				-47
(14)				-47
(15)				-58

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Capital Gains and Losses for Tax on Investment Income

Form **990-PF** | For calendar year 2011, or tax year beginning 09/01/11 , and ending 08/31/12 | **2011**

Name: Dover Foundation, Inc.

Employer Identification Number: 56-0769897

	(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)	830.87 sh San Clemente Leas due 8-27	P	03/28/12	08/27/12
(2)	823.42 sh Premier Aircraft due 2-6-2	P	03/29/12	05/06/12
(3)	830.83 sh Premier Aircraft due 2-6-2	P	03/29/12	08/06/12
(4)	79 sh Newcrest Mining Ltd Spons Adr	P	04/26/12	08/02/12
(5)	93.59 sh MDST due 7-15-2038	P	05/31/12	08/15/12
(6)				
(7)				
(8)				
(9)				
(10)				
(11)				
(12)				
(13)				
(14)				
(15)				

	(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)
(1)	831		889	-58
(2)	823		758	65
(3)	831		765	66
(4)	1,918		2,136	-218
(5)	94		91	3
(6)				
(7)				
(8)				
(9)				
(10)				
(11)				
(12)				
(13)				
(14)				
(15)				

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))
(1)				-58
(2)				65
(3)				66
(4)				-218
(5)				3
(6)				
(7)				
(8)				
(9)				
(10)				
(11)				
(12)				
(13)				
(14)				
(15)				

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
Amortization of Bond Premium	$ -91,355	$ -91,355	$
Total	$ -91,355	$ -91,355	$ 0

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Accounting Fees	$ 16,000	$	$	$ 16,000
Total	$ 16,000	$ 0	$ 0	$ 16,000

Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Management Fees-Smith Barney	$ 99,695	$ 99,695	$	$
Total	$ 99,695	$ 99,695	$ 0	$ 0

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Excise Tax	$ 16,093	$ 16,093	$	$
Total	$ 16,093	$ 16,093	$ 0	$ 0

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 19 - Depreciation

Description Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
Office Furniture							
1/01/87	$ 2,513	$ 2,513	S/L	10	$	$	$
Computer							
3/01/92	2,501	2,501	S/L	10			
Typewriter							
8/01/92	843	843	S/L	10			
Computer Desk							
10/01/92	705	705	S/L	10			
File Cabinets							
1/01/92	445	445	S/L	10			
Laser Printer							
12/01/92	1,272	1,272	S/L	10			
Main House							
4/01/91	84,000	42,875	S/L	40	2,100		
House							
4/01/91	36,000	18,375	S/L	40	900		
Siding							
12/20/95	9,175	9,175	S/L	15			
Roof							
5/14/96	6,690	6,690	S/L	15			
Replacement Windows							
1/09/96	1,150	1,150	S/L	15			
Micron Computer							
6/30/99	2,100	2,100	S/L	5			
Hewlett Packard Office JetPro							
6/30/99	700	700	S/L	5			
Land							
4/01/91	38,000			0			
Conference Table/2 Chairs							
1/10/02	1,210	1,210	S/L	7			
AMD Duron 1.3 GHZ System - Hard Drive							
12/31/02	705	705	S/L	5			
4-line Business Speaker Phone System							
5/30/03	631	631	S/L	5			

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 19 - Depreciation (continued)

Description Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
Phone System							
1/18/05	$ 952	$ 952	S/L	5	$	$	$
Computer							
10/20/04	1,095	1,095	S/L	5			
Total	$ 190,687	$ 93,937			$ 3,000	$ 0	$ 0

Statement 6 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
Expenses				
Office Supplies/Postage	3,213			
Miscellaneous	4,036			3,027
Meeting Expenses	2,453			1,840
Rounding	-3			
Total	$ 9,699	$ 0	$ 0	$ 4,867

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Municipal Bonds	$ 67,811	$ 69,886	Cost	$ 73,530
Government & Government Sponsored En	1,190,728		Cost	
Federal Agency Bonds		813,154	Cost	853,003
Treasury Securities		932,454	Cost	986,247
Total	$ 1,258,539	$ 1,815,494		$ 1,912,780

Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Stocks	$ 6,845,862	$ 6,794,016	Cost	$ 7,167,512
Mutual Funds	3,791,786	4,060,641	Cost	4,178,987
Exchange Traded & Closed End Funds	641,832		Cost	
Total	$ 11,279,480	$ 10,854,657		$ 11,346,499

Statement 9 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Corporate Bonds	$ 1,696,186	$ 1,490,923	Cost	$ 1,714,952
International Bonds	114,786		Cost	
Total	$ 1,810,972	$ 1,490,923		$ 1,714,952

Federal Statements

Statement 10 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Alternative Investments	$ 259,798	$	Cost	$
Mortgage & Asset Backed Securities	1,452,224		Cost	
Limited Partnerships & LLCs	1,288,835		Cost	
Sovereign Securities		22,757	Cost	27,463
Managed Futures		1,090,000	Cost	1,333,521
Hedge Funds		259,798	Cost	63,914
Other Fixed Income Investments		1,032,069	Cost	1,071,915
Total	$ 3,000,857	$ 2,404,624		$ 2,496,813

Statement 11 - Form 990-PF, Part II, Line 14 - Land, Building, and Equipment

Description	Beginning Net Book	End Cost / Basis	End Accumulated Depreciation	Net FMV
Office Furniture/Equipment	$ 15,671	$ 15,671	$	$
Buildings	137,015	137,015		55,750
Accumulated Depreciation			96,936	
Land	38,000	38,000		38,000
Total	$ 190,686	$ 190,686	$ 96,936	$ 93,750

Statement 12 - Form 990-PF, Part II, Line 22 - Other Liabilities

Description	Beginning of Year	End of Year
941 Taxes	$ -1,604	$
NC Income Tax Withheld	-720	1,484
Accrued Salaries & Wages	23,898	40,117
Accrued Payroll Taxes	1,828	3,529
Total	$ 23,402	$ 45,130

Statement 13 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
Rounding	$
Total	$ 0

Federal Statements

Statement 14 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
Hoyt Bailey PO Box 208 Shelby NC 28151	President	1.00	4,000	0	0
Melanie Ann Knight PO Box 208 Shelby NC 28151	Director	1.00	4,000	0	0
J. Linton Suttle PO Box 208 Shelby NC 28151	Treasurer	1.00	4,000	0	0
Kathleen H. Wilson PO Box 208 Shelby NC 28151	Vice-Pres.	1.00	4,000	0	0
Cynthia B. Buckingham PO BOx 208 Shelby NC 28151	Director	1.00	4,000	0	0
Harvey B. Hamrick, Jr. PO Box 208 Shelby NC 28151	Director	1.00	4,000	0	0

Statement 15 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description
Detailed request data and copy of IRS exemption certificate.

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description
None