



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



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 10-01-2011 , and ending 09-30-2012

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation
TOWLE FAMILY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)
1610 DES PERES RD STE 250

City or town, state, and ZIP code
ST LOUIS, MO 63131

A Employer identification number
43-1800405

B Telephone number (see page 10 of the instructions)
(314) 822-0204

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐

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

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

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

H Check type of organization ☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 10,568,827

J Accounting method ☒ Cash ☐ Accrual

☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	230,549			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	20	20		
	4 Dividends and interest from securities.	124,892	124,882		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	260,882			
	b Gross sales price for all assets on line 6a _____ 5,309,274				
	7 Capital gain net income (from Part IV, line 2)		260,882		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	616,343	385,784		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	4,600			
	c Other professional fees (attach schedule)	96,083			
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	20,288			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).	20			
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	120,991	0		0
	25 Contributions, gifts, grants paid	520,849			520,849
	26 Total expenses and disbursements. Add lines 24 and 25	641,840	0		520,849
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-25,497			
	b Net investment income (if negative, enter -0-)		385,784		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	74,918	335,867	335,867
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	9,867,338	9,534,727	10,128,917
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)		104,041	104,043	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	9,942,256	9,974,635	10,568,827	
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 ▶ _____)		57,876	
	23	Total liabilities (add lines 17 through 22)		57,876	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> 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	9,942,256	9,916,759	
	30	Total net assets or fund balances (see page 17 of the instructions)	9,942,256	9,916,759	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	9,942,256	9,974,635	

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	9,942,256
2	Enter amount from Part I, line 27a	2	-25,497
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	9,916,759
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	9,916,759

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 Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
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	260,882
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	109,316

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	428,430	11,190,746	0 038284
2009	291,952	8,936,447	0 032670
2008	481,094	5,850,822	0 082227
2007	544,077	9,668,150	0 056275
2006	409,881	11,346,389	0 036124

2	Total of line 1, column (d).	2	0 245580
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 049116
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	9,863,387
5	Multiply line 4 by line 3.	5	484,450
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	3,858
7	Add lines 5 and 6.	7	488,308
8	Enter qualifying distributions from Part XII, line 4.	8	520,849

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	3,858
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3		Add lines 1 and 2.		3	3,858
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	3,858
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	38,800	
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	38,800
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	34,942
11		Enter the amount of line 10 to be Credited to 2012 estimated tax <input checked="" type="checkbox"/> 34,942	Refunded <input type="checkbox"/>	11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either			
	• By language in the governing instrument, or			
	• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input checked="" type="checkbox"/> MO _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of J ELLWOOD TOWLE Telephone no (314) 822-0204 Located at 1610 DES PERES RD STE 250 ST LOUIS MO ZIP+4 63131			
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.			
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	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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).			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		
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? If "Yes," list the years 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions).	2b		
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?			
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).

☐ Yes ☒ No

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

☐ Yes ☒ No

b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?

Organizations relying on a current notice regarding disaster assistance check here.

☐

c

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b

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

☐

If "Yes" to 6b, file Form 8870.

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?

☐

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
J ELLWOOD TOWLE 1610 DES PERES RD STE 250 ST LOUIS, MO 63131	PRESIDENT 2 00	0	0	0
CHRISTOPHER D TOWLE 1610 DES PERES RD STE 250 ST LOUIS, MO 63131	SECY-TREAS 1 00	0	0	0

2

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

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

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

Form 990-PF (2011)

Part VIII

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

Part IX-A Summary of Direct Charitable Activities

1	
2	
3	
4	

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 page 24 of the instructions	
3	

Form **990-PF** (2011)

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	9,931,107
b	Average of monthly cash balances.	1b	82,484
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	10,013,591
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	10,013,591
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	150,204
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	9,863,387
6	Minimum investment return. Enter 5% of line 5.	6	493,169

Part XI

Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☒ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	493,169
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	3,858
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,858
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	489,311
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	489,311
6	Deduction from distributable amount (see page 25 of the instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	489,311

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	520,849
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	520,849
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	3,858
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	516,991
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				489,311
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			520,849	
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 ➤ \$ 520,849				
a Applied to 2010, but not more than line 2a			520,849	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .				
d Applied to 2011 distributable amount.				
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 page 27 of the instructions . . .				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				489,311
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a.				
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 page 27 of the instructions and Part VII-A, question 9)

1a

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

b

Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV

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

1

Information Regarding Foundation Managers:

a

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

J ELLWOOD TOWLE

b

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

2

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a

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

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	520,849
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments			14	20	
4	Dividends and interest from securities. . . .			14	124,892	
5	Net rental income or (loss) from real estate					
a	Debt-financed property.					
b	Not debt-financed property.					
6	Net rental income or (loss) from personal property					
7	Other investment income.					
8	Gain or (loss) from sales of assets other than inventory			18	260,882	
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). .				385,794	
13	Total. Add line 12, columns (b), (d), and (e).			13		385,794

[illegible]

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash.	1a(1)		No
	(2) Other assets.	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
	(3) Rental of facilities, equipment, or other assets.	1b(3)		No
	(4) Reimbursement arrangements.	1b(4)		No
	(5) Loans or loan guarantees.	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[illegible]

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

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge				
	*****			2012-01-15	*****
	Signature of officer or trustee			Date	Title
	Paid Preparer's Use Only	Preparer's Signature ▶ DAVID P SMITH CPA		Date 2013-01-06	Check if self-employed ▶ <input checked="" type="checkbox"/>
		Firm's name ▶ SMITH PATRICK LLC CPA'S			Firm's EIN ▶
2900 S BRENTWOOD BLVD					
Firm's address ▶ SAINT LOUIS, MO 631442714			Phone no (314) 961-1600		

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

<div>Schedule B</div> <div>(Form 990, 990-EZ, or 990-PF)</div> <div>Department of the Treasury Internal Revenue Service</div>	<div>Schedule of Contributors</div> <div>▶ Attach to Form 990, 990-EZ, or 990-PF.</div>	<div>OMB No 1545-0047</div>
		<div>2011</div>

<div>Name of organization</div> <div>TOWLE FAMILY FOUNDATION</div>	<div>Employer identification number</div> <div>43-1800405</div>
--	---

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<div><input type="checkbox"/> 501(c)() (enter number) organization</div> <div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation</div> <div><input type="checkbox"/> 527 political organization</div>
Form 990-PF	<div><input checked="" type="checkbox"/> 501(c)(3) exempt private foundation</div> <div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation</div> <div><input type="checkbox"/> 501(c)(3) taxable private foundation</div>

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

General Rule—

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

Name of organization TOWLE FAMILY FOUNDATION	Employer identification number 43-1800405
--	---

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
<u>1</u>	J ELLWOOD TOWLE 1100 DRY RIDGE RD ST LOUIS, MO 63131	\$ 120,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u>2</u>	J ELLWOOD TOWLE 1100 DRY RIDGE RD ST LOUIS, MO 63131	\$ 67,496	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u>3</u>	ROBIN D TOWLE 1100 DRY RIDGE RD ST LOUIS, MO 63131	\$ 43,053	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization TOWLE FAMILY FOUNDATION	Employer identification number 43-1800405
---	--

Part II

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	73890SH CHARMING SHOPPES INC	\$ 442,601	2012-03-31
3	55520 CHARMING SHOPPES INC	\$ 332,565	2012-03-30
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Name of organization TOWLE FAMILY FOUNDATION	Employer identification number 43-1800405
--	---

Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. (Complete columns (a) through (e) and the following line entry)

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions) ➤ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	

Additional Data

Software ID:
Software Version:
EIN: 43-1800405
Name: TOWLE FAMILY FOUNDATION

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part IV – Capital Gains and Losses for Tax on Investment Income – Columns a – d

(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)
650SH BROWN SHOE CO	P	2011-01-07	2011-10-06
290SH THE HANOVER INSURANCE GROUP	P	2011-07-07	2011-10-06
290SH FURNITURE BRANDS INTL	P	2010-09-19	2011-11-14
1930SH FURNITURE BRANDS INTL	P	2011-03-08	2011-11-30
900SH STEWART INFORMATION SERVICES	P	2007-12-21	2011-12-13
410SH CHARMING SHOPPES INC	P	2008-11-03	2011-12-29
920SH SANMINA CORP	P	2011-03-08	2011-12-29
1240SH GENCO SHIPPING & TRADING	P	2011-01-26	2011-12-29
1250SH GROUP 1 AUTOMOTIVE	P	2009-10-30	2012-01-09
680SH STEWART INFORMATION SERVICES	P	2009-07-20	2012-02-22
580SH STEWART INFORMATION SERVICES	P	2009-10-29	2012-03-26
13000SH CHARMING SHOPPES	D	2012-03-30	2012-04-03
90SH FLEXSTEEL INDUSTRIES INC	P	2005-07-26	2012-05-11
720SH BROWN SHOE CO	P	2011-03-16	2012-05-23
380SH FLEXSTEEL INDUSTRIES INC	P	2001-02-06	2012-06-18
4270SH ARCH COAL	P	2012-03-07	2012-07-20
4280SH RADIOSHACK	P	2011-06-09	2012-08-07
700SH VALERO ENERGY CORP	P	2008-07-29	2012-08-30
700SH CNA FINANCIAL	P	2012-04-05	2012-08-31
750SH TESORO	P	2012-04-05	2012-08-31
1440SH SANMINA CORP	P	2010-11-02	2012-09-07
1328SH AGEAN MARINE PETROLEUM	P	2010-11-15	2012-09-14
730SH BROWN SHOE CO	P	2011-03-08	2011-10-06
490SH CNA FINANCIAL CORP	P	2006-04-20	2011-10-06
4950SH FURNITURE BRANDS INTL	P	2010-08-19	2011-11-16
14680SH FURNITURE BRANDS INTL	P	2011-02-03	2011-11-30
300SH STEWART INFORMATION SERVICES	P	2007-12-20	2011-12-13
1030SH CHIQUITA BRANDS INTL	P	2010-04-27	2011-12-29
280SH SUPERVALU	P	2009-08-03	2011-12-29
1220SH AEGEAN MARINE PETROLEUM	P	2010-11-23	2011-12-29

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
820SH GROUP 1 AUTOMOTIVE	P	2010-02-16	2012-01-12
948SH STEWART INFORMATION SERVICES	P	2009-07-30	2012-02-23
1260SH STEWART INFORMATION SERVICES	P	2009-10-29	2012-03-27
12500SH CHARMING SHOPPES	D	2012-03-30	2012-04-03
4560SH DEAN FOODS CO	P	2010-11-09	2012-05-14
3870SH BROWN SHOE CO	P	2011-03-16	2012-05-24
60SH FLEXSTEEL INDUSTRIES	P	2001-11-01	2012-06-18
6500SH ARCH COAL	P	2012-03-28	2012-07-20
4630SH RADIOSHACK	P	2011-12-20	2012-08-07
350SH THE HANOVER INSURANCE GROUP	P	2012-04-05	2012-08-30
1950SH CELESTICA INC	P	2012-04-05	2012-08-31
200SH WHIRLPOOL	P	2011-08-04	2012-08-31
2220SH SUPERVALU	P	2009-08-03	2012-09-07
250SH SONIC AUTOMOTIVE INC	P	2012-04-05	2012-09-20
950SH DOLE FOOD CO	P	2011-03-08	2011-10-06
640SH SUPERVALU INC	P	2009-06-16	2011-10-14
2440SH FURNITURE BRANDS INTL	P	2010-08-19	2011-11-17
2034SH FURNITURE BRANDS INTL	P	2008-12-24	2011-11-30
1000SH STEWART INFORMATION SERVICES	P	2009-01-29	2011-12-13
960SH DEAN FOODS CO	P	2010-05-11	2011-12-29
1260SH SUPERVALU	P	2009-06-16	2011-12-29
600SH AEGEAN MARINE PETROLEUM	P	2010-11-19	2011-12-29
640SH GROUP 1 AUTOMOTIVE	P	2008-07-15	2012-01-12
572SH STEWART INFORMATION SERVICES	P	2009-07-20	2012-02-23
1430SH STEWART INFORMATION SERVICES	P	2009-10-29	2012-03-28
23300SH CHARMING SHOPPES	D	2012-03-30	2012-04-03
8550SH DEAN FOODS CO	P	2010-11-10	2012-05-14
30SH BROWN SHOE CO	P	2010-08-31	2012-05-24
560SH FLEXSTEEL INDUSTRIES	P	2001-11-01	2012-06-19
2230SH ARCH COAL	P	2012-04-05	2012-07-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
3040SH RADIOSHACK	P	2012-04-05	2012-08-07
700SH SONIC AUTOMOTIVE INC	P	2012-04-05	2012-08-30
100SH CHIQUITA BRANDS INTL INC	P	2010-04-27	2012-08-31
1450SH PHH CORP	P	2011-03-14	2012-09-04
1600SH SUPERVALU	P	2008-11-05	2012-09-07
30SH SONIC AUTOMOTIVE	P	2010-06-22	2012-09-20
130SH DOLE FOOD CO	P	2010-11-26	2011-10-06
2150SH SUPERVALU INC	P	2009-09-15	2011-10-14
2800SH FURNITURE BRANDS INTL	P	2010-08-19	2011-11-18
9266SH FURNITURE BRANDS INTL	P	2008-12-23	2011-11-30
540SH STEWART INFORMATION SERVICES	P	2009-06-10	2011-12-13
1270SH DOLE FOOD CO INC	P	2010-11-26	2011-12-29
280SH ROYAL CARIBBEAN CRUISES	P	2011-09-13	2011-12-29
550SH INGRAM MICRO	P	2011-02-23	2011-12-29
1890SH GROUP 1 AUTOMOTIVE	P	2008-10-14	2012-01-12
400SH STEWART INFORMATION SERVICES	P	2009-07-30	2012-02-27
1110SH STEWART INFORMATION SERVICES	P	2010-07-16	2012-03-28
22500SH CHARMING SHOPPES	D	2012-03-30	2012-04-03
4900SH DEAN FOODS CO	P	2010-11-22	2012-05-14
180SH FLEXSTEEL INDUSTRIES INC	P	2007-08-08	2012-05-24
380SH FLEXSTEEL INDUSTRIES	P	2001-11-01	2012-06-20
6850SH ARCH COAL	P	2012-04-20	2012-07-20
8300SH AIR CANADA INC	P	2008-02-20	2012-08-14
950SH POLYONE CORP	P	2012-04-05	2012-08-30
800SH DOLE FOOD CO	P	2010-11-26	2012-08-31
5SH AIR CANADA	P	2008-09-17	2012-09-04
1030SH SUPERVALU	P	2010-05-06	2012-09-07
2510SH AM CASTLE & CO	P	2009-08-17	2012-09-20
470SH GAMESTOP CORP	P	2011-02-28	2011-10-06
4970SH JONES GROUP INC	P	2011-03-01	2011-10-18

Form 990PF Part IV – Capital Gains and Losses for Tax on Investment Income – Columns a – d

(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)
2400SH FURNITURE BRANDS INTL	P	2010-08-19	2011-11-21
50SH BROWN SHOE CO	P	2011-01-07	2011-12-01
360SH AM CASTLE & CO	P	2009-08-17	2011-12-29
490SH GAMESTOP CORP	P	2011-02-28	2011-12-29
1040SH RADIOSHACK CORP	P	2011-03-11	2011-12-29
250SH THE HANOVER INSURANCE GROUP	P	2011-07-07	2011-12-29
1310SH GROUP 1 AUTOMOTIVE	P	2008-10-14	2012-01-13
380SH STEWART INFORMATION SERVICES	P	2009-10-08	2012-02-27
1990SH STEWART INFORMATION SERVICES	P	2010-07-15	2012-03-28
1640SH JONES GROUP INC	P	2011-02-02	2012-04-20
370SH DEAN FOODS CO	P	2010-11-19	2012-05-14
80SH FLEXSTEEL INDUSTRIES INC	P	2007-08-08	2012-05-25
10SH FLEXSTEEL INDUSTRIES	P	2010-01-08	2012-06-20
380SH WHIRLPOOL CORP	P	2011-08-04	2012-07-26
4200SH AIR CANADA	P	2008-02-20	2012-08-15
3050SH OFFICE MAX INC	P	2011-04-28	2012-08-30
1150SH DOLE FOOD CO	P	2012-04-05	2012-08-31
345SH AIR CANADA	P	2008-09-15	2012-09-04
2930SH CAL DIVE INTERNATIONAL	P	2012-04-05	2012-09-07
270SH AM CASTLE & CO	P	2009-08-17	2012-09-21
340SH GROUP 1 AUTOMOTIVE	P	2010-05-19	2011-10-06
1380SH CHIQUITA BRANDS INTL INC	P	2010-04-27	2011-10-27
840SH CANADIAN SOLAR INC	P	2011-04-25	2011-11-23
1620SH BROWN SHOE CO	P	2011-01-10	2011-12-01
580SH AEGEAN MARINE PETROLEUM INC	P	2010-11-26	2011-12-29
3150SH OFFICEMAX INC	P	2008-08-26	2011-12-29
160SH NAVISTAR INTL CORP	P	2009-09-18	2011-12-29
670SH POLYONE CORP	P	2010-07-15	2011-12-29
8020SH CHARMING SHOPPES	P	2009-03-06	2012-01-19
1240SH SONIC AUTOMOTIVE INC	P	2010-06-22	2012-02-29

Form 990PF Part IV – Capital Gains and Losses for Tax on Investment Income – Columns a - d

(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)
760SH STEWART INFORMATION SERVICES	P	2010-07-14	2012-03-28
2400SH JONES GROUP INC	P	2011-01-25	2012-04-20
810SH FLEXSTEEL INDUSTRIES INC	P	2005-07-26	2012-05-14
120SH FLEXSTEEL INDUSTRIES INC	P	2001-02-06	2012-05-25
390SH FLEXSTEEL INDUSTRIES	P	2010-01-08	2012-06-21
370SH WHIRLPOOL CORP	P	2012-04-05	2012-07-26
5450SH AIR CANADA	P	2008-02-27	2012-08-15
450SH OFFICE MAX INC	P	2008-08-26	2012-08-30
4400SH FERRO CORP	P	2012-04-05	2012-08-31
500SH ARGO GROUP INTL HOLDINGS	P	2009-10-01	2012-09-04
480SH CAL DIVE INTERNATIONAL	P	2012-05-21	2012-09-07
2930SH SONIC AUTOMOTIVE	P	2010-06-22	2012-09-21
610SH GOODYEAR TIRE & RUBBER CO	P	2009-10-28	2011-10-06
250SH OVERSEAS SHIPHOLDING GROUP	P	2011-03-08	2011-11-02
2920SH CANADIAN SOLAR INC	P	2011-04-27	2011-11-23
2150SH BROWN SHOE CO	P	2011-01-10	2011-12-02
220SH ALLIED WORLD ASSURANCE	P	2010-04-19	2011-12-29
1770SH OFFICEMAX INC	P	2008-07-30	2011-12-29
100SH NAVISTAR INTL CORP	P	2011-03-08	2011-12-29
1080SH CHARMING SHOPPES INC	P	2008-11-03	2012-01-03
35450SH CHARMING SHOPPES	P	2008-11-03	2012-01-19
7750SH SONIC AUTOMOTIVE	P	2010-06-22	2012-03-01
14220SH CHARMING SHOPPES	P	2009-03-05	2012-03-29
750SH ALLIED WORLD ASSURANCE	P	2010-04-13	2012-04-26
640SH FLEXSTEEL INDUSTRIES INC	P	2005-07-26	2012-05-15
290SH FLEXSTEEL INDUSTRIES INC	P	2001-02-06	2012-05-29
530SH FLEXSTEEL INDUSTRIES	P	2010-01-08	2012-06-25
2630SH UNISYS CORP	P	2012-01-23	2012-07-27
1180SH AIR CANADA	P	2008-02-27	2012-08-17
1550SH JONES GROUP INC	P	2011-02-02	2012-08-30

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
770SH GOODYEAR TIRE & RUBBER	P	2009-12-29	2012-08-31
90SH UNISYS CORP	P	2012-01-23	2012-09-04
2390SH CAL DIVE INTERNATIONAL	P	2012-05-18	2012-09-07
80SH SONIC AUTOMOTIVE	P	2010-06-22	2012-09-24
370SH GOODYEAR TIRE & RUBBER CO	P	2009-10-29	2011-10-06
1400SH OVERSEAS SHIPHOLDING GROUP	P	2009-04-14	2011-11-02
1300SH CANADIAN SOLAR INC	P	2011-04-21	2011-11-23
760SH BROWN SHOE CO	P	2010-09-30	2011-12-02
340SH ARGO GROUP INTL HOLDINGS LTD	P	2009-10-01	2011-12-29
660SH OFFICEMAX INC	P	2010-07-15	2011-12-29
1750SH MARITOR INC	P	2011-08-19	2011-12-29
10SH JONES GROUP INC	P	2011-03-01	2012-01-05
490SH WHIRLPOOL CORP	P	2011-08-04	2012-02-08
1420SH CHARMING SHOPPES	P	2009-03-06	2012-03-15
1330SH STEWART INFORMATION SERVICES	P	2010-07-14	2012-03-29
330SH ALLIED WORLD ASSURANCE	P	2012-04-05	2012-04-26
120SH FLEXSTEEL INDUSTRIES INC	P	2005-05-02	2012-05-15
100SH ALLIED WORLD ASSURANCE	P	2010-04-12	2012-05-31
380SH FLEXSTEEL INDUSTRIES	P	2010-01-08	2012-06-26
4080SH RADIOSHACK CORP	P	2011-03-11	2012-08-01
780SH AIR CANADA	P	2008-02-27	2012-08-20
1100SH BROWN SHOE	P	2011-06-09	2012-08-30
830SH GOODYEAR TIRE & RUBBER	P	2010-02-23	2012-08-31
960SH UNISYS CORP	P	2012-02-17	2012-09-04
810SH AEGEAN MARINE PETROLEUM	P	2010-11-23	2012-09-13
660SH SONIC AUTOMOTIVE	P	2010-06-22	2012-09-25
750SH JONES GROUP INC	P	2011-01-27	2011-10-06
1000SH OVERSEAS SHIPHOLDING GROUP IN	P	2009-04-20	2011-11-02
4200SH CANADIAN SOLAR INC	P	2011-04-28	2011-11-23
1410SH BROWN SHOE CO	P	2010-09-27	2011-12-02

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
980SH BROWN SHOE CO	P	2010-09-28	2011-12-29
190SH WHIRLPOOL CORP	P	2011-08-04	2011-12-29
980SH JONES GROUP INC	P	2011-03-01	2011-12-29
700SH ALLIED WORLD ASSURANCE LTD	P	2010-04-19	2012-01-05
140SH STEWART INFORMATION SERVICES	P	2009-06-10	2012-02-09
6770SH CHARMING SHOPPES	P	2009-03-05	2012-03-15
7950SH CHARMING SHOPPES	P	2009-03-05	2012-03-30
1890SH DEAN FOODS CO	P	2012-04-05	2012-05-09
480SH FLEXSTEEL INDUSTRIES INC	P	2005-05-02	2012-05-16
1000SH ALLIED WORLD ASSURANCE	P	2010-04-13	2012-05-31
70SH BROWN SHOE CO	P	2010-08-31	2012-07-10
1290SH RADIOSHACK	P	2011-03-14	2012-08-01
90SH AIR CANADA	P	2008-02-27	2012-08-21
1000SH GAMESTOP CORP	P	2012-04-05	2012-08-30
3620SH MERITOR INC	P	2012-04-05	2012-08-31
1750SH CHIQUITA BRANDS INTL INC	P	2010-04-27	2012-09-05
1312SH AEGEAN MARINE PETROLEUM INC	P	2010-11-15	2012-09-13
400SH SONIC AUTOMOTIVE	P	2010-06-22	2012-09-26
540SH JONES GROUP INC	P	2011-03-01	2011-10-06
450SH OVERSEAS SHIPHOLDING GROUP INC	P	2009-04-03	2011-11-02
760SH CANADIAN SOLAR INC	P	2011-04-20	2011-11-23
120SH BROWN SHOE CO	P	2010-09-28	2011-12-02
340SH BROWN SHOE CO	P	2011-03-16	2011-12-29
320SH VALERO ENERGY CORP	P	2008-07-29	2011-12-29
170SH HAWAIIAN HOLDINGS INC	P	2011-06-06	2011-12-29
320SH ALLIED WORLD ASSURANCE	P	2010-04-14	2012-01-05
520SH STEWART INFORMATION SERVICES	P	2009-06-10	2012-02-13
440SH STEWART INFORMATION SERVICES	P	2009-10-08	2012-03-16
6360SH CHARMING SHOPPES	P	2009-03-05	2012-04-02
1830SH DEAN FOODS CO	P	2010-05-11	2012-05-09

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
170SH FLEXSTEEL INDUSTRIES INC	P	2007-08-08	2012-05-16
130SH FLEXSTEEL INDUSTRIES INC	P	2001-02-06	2012-06-01
4150SH BROWN SHOE CO	P	2010-08-31	2012-07-12
710SH RADIOSHACK	P	2011-03-14	2012-08-06
1890SH AIR CANADA	P	2008-09-08	2012-08-21
460SH INGRAM MICRO INC	P	2012-04-05	2012-08-30
280SH MERITOR INC	P	2011-08-19	2012-08-31
450SH GENERAL CABLE	P	2012-04-05	2012-09-05
2440SH CANADIAN SOLAR INC	P	2011-04-20	2012-09-13
2920SH SONIC AUTOMOTIVE	P	2012-09-27	2010-06-22
750SH PHH CORP	P	2011-03-14	2011-10-06
1350SH OVERSEAS SHIPHOLDING GROUP IN	P	2009-04-03	2011-11-10
4580SH CANADIAN SOLAR INC	P	2011-04-20	2011-11-28
900SH STEWART INFORMATION SERVICES	P	2006-07-12	2011-12-09
10SH CNA FINANCIAL CORP	P	2006-04-20	2011-12-29
100SH VALERO ENERGY CORP	P	2005-07-27	2011-12-29
950SH HAWAIIAN HOLDINGS INC	P	2011-06-09	2011-12-29
50SH ALLIED WORLD ASSURANCE	P	2010-04-13	2012-01-05
460SH STEWART INFORMATION SERVICES	P	2009-06-10	2012-02-14
220SH STEWART INFORMATION SERVICES	P	2009-10-08	2012-03-19
378SH CHARMING SHOPPES	D	2012-03-30	2012-04-03
3470SH DEAN FOODS CO	P	2010-11-09	2012-05-09
190SH FLEXSTEEL INDUSTRIES INC	P	2007-08-08	2012-05-17
490SH FLEXSTEEL INDUSTRIES INC	P	2001-02-06	2012-06-05
160SH BROWN SHOE CO	P	2010-08-31	2012-07-13
1260SH RADIOSHACK	P	2011-03-08	2012-08-06
4290SH AIR CANADA	P	2008-09-08	2012-08-23
540SH INGRAM MICRO INC	P	2011-02-23	2012-08-30
500SH NAVISTAR INTL	P	2009-09-18	2012-08-31
2770SH AIR CANADA	P	2008-09-15	2012-09-06

Form 990PF Part IV – Capital Gains and Losses for Tax on Investment Income – Columns a - d

(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)
210SH CANADIAN SOLAR	P	2011-05-04	1931-09-12
25SH SONIC AUTOMOTIVE	P	2010-07-08	2012-09-27
880SH RADIOSHACK CORP	P	2011-03-11	2011-10-06
900SH OVERSEAS SHIPHOLDING GROUP INC	P	2009-04-08	2011-11-10
12870SH FURNITURE BRANDS INTL	P	2010-08-19	2011-11-28
990SH STEWART INFORMATION SERVICES	P	2006-09-06	2011-12-09
480SH CNA FINANCIAL CORP	P	2011-03-08	2011-12-29
520SH TESORO CORP	P	2010-05-07	2011-12-29
270SH GROUP 1 AUTOMOTIVE INC	P	2009-10-30	2011-12-29
3270SH JONES GROUP INC	P	2011-01-28	2012-01-05
240SH STEWART INFORMATION SERVICES	P	2009-09-16	2012-02-14
590SH STEWART INFORMATION SERVICES	P	2009-10-08	2012-03-20
6935SH CHARMING SHOPPES	D	2012-03-30	2012-04-03
100SH FLEXSTEEL INDUSTRIES INC	P	2004-12-03	2012-05-10
80SH FLEXSTEEL INDUSTRIES INC	P	2007-08-08	2012-05-18
490SH FLEXSTEEL INDUSTRIES INC	P	2001-02-06	2012-06-07
3290SH BROWN SHOE CO	P	2011-06-09	2012-07-13
2870SH RADIOSHACK	P	2011-03-03	2012-08-06
1820SH AIR CANADA	P	2008-09-08	2012-08-24
150SH ALLIED WORLD ASSURANCE	P	2010-04-12	2012-08-30
750SH PATTERSON-UTI ENERGY	P	2012-05-30	2012-08-31
1388SH AIR CANADA	P	2008-09-24	2012-09-06
1450SH STAR BULK CARRIERS CORP	P	2009-09-14	2012-09-13
60SH SONIC AUTOMOTIVE	P	2009-07-08	2012-09-28
300SH TESORO CORP	P	2011-03-08	2011-10-06
700SH FURNITURE BRANDS INTL	P	2008-02-06	2011-11-14
1600SH INGRAM MICRO INC	P	2011-02-24	2011-11-29
910SH STEWART INFORMATION SERVICES	P	2006-09-06	2011-12-12
1810SH CANADIAN SOLAR INC	P	2011-04-20	2011-12-29
840SH STEWART INFORMATION SERVICES	P	2009-06-10	2011-12-29

Form 990PF Part IV – Capital Gains and Losses for Tax on Investment Income – Columns a – d

(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)
60SH GROUP 1 AUTOMOTIVE	P	2010-05-19	2011-12-29
280SH JONES GROUP INC	P	2011-01-25	2012-01-05
320SH STEWART INFORMATION SERVICES	P	2009-09-16	2012-02-15
10260SH CHARMING SHOPPES INC	P	2009-03-06	2012-03-21
2177SH CHARMING SHOPPES	D	2012-03-30	2012-04-03
390SH FLEXSTEEL INDUSTRIES INC	P	2011-03-08	2012-05-10
190SH FLEXSTEEL INDUSTRIES INC	P	2007-08-08	2012-05-21
390SH FLEXSTEEL INDUSTRIES INC	P	2001-02-06	2012-06-08
4040SH ARCH COAL INC	P	2012-02-10	2012-07-20
830SH RADIOSHACK	P	2011-03-03	2012-08-07
840SH AIR CANADA	P	2008-09-22	2012-08-24
52SH AIR CANADA INC	P	2008-09-18	2012-08-31
700SH PEYBODY ENERGY	P	2012-07-20	2012-08-31
1762SH AIR CANADA	P	2008-09-23	2012-09-06
2550SH VIRCO MFG CORP	P	2003-11-03	2012-09-14
210SH TESORO CORP	P	2010-05-07	2011-10-06
1740SH FURNITURE BRANDS INTL	P	2008-01-23	2011-11-14
690SH INGRAM MICRO INC	P	2011-02-23	2011-11-29
550SH STEWART INFORMATION SERVICES	P	2007-12-24	2011-12-12
1100SH CELESTICA INC	P	2011-08-04	2011-12-29
860SH SONIC AUTOMOTIVE INC	P	2010-06-22	2011-12-29
930SH GOODYEAR TIRE & RUBBER CO	P	2009-10-29	2011-12-29
170SH GROUP 1 AUTOMOTIVE	P	2009-10-30	2012-01-06
830SH STEWART INFORMATION SERVICES	P	2009-09-16	2012-02-16
2360SH STEWART INFORMATION SERVICES	P	2009-10-08	2012-03-23
19220SH CHARMING SHOPPES	D	2012-03-30	2012-04-03
367SH FLEXSTEEL INDUSTRIES INC	P	2005-07-25	2012-05-10
1790SH BROWN SHOE CO	P	2011-03-16	2012-05-22
100SH FLEXSTEEL INDUSTRIES INC	P	2001-02-06	2012-06-14
10190SH ARCH COAL	P	2012-01-26	2012-07-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
3340SH RADIOSHACK	P	2011-03-16	2012-08-07
431SH AIR CANADA INC	P	2008-09-18	2012-08-30
2088SH AIR CANADA	P	2008-09-17	2012-08-31
450SH ROYAL CARIBBEAN CRUISES	P	2012-04-05	2012-08-31
1800SH GENCO SHIPPING & TRADING	P	2011-01-26	2012-09-06
170SH AM CASTLE & CO	P	2012-04-05	2012-09-14
700SH INGRAM MICRO INC	P	2011-02-24	2011-10-06
3560SH FURNITURE BRANDS INTL	P	2008-01-22	2011-11-14
2250SH FURNITURE BRANDS INTL	P	2010-08-19	2011-11-30
50SH STEWART INFORMATION SERVICES	P	2007-12-24	2011-12-13
3350SH CHARMING SHOPPES INC	P	2010-07-15	2011-12-29
330SH SANMINA CORP	P	2010-11-03	2011-12-29
320SH GENERAL CABLE CO	P	2010-08-19	2011-12-29
1390SH GROUP 1 AUTOMOTIVE	P	2010-02-16	2012-01-06
1610SH STEWART INFORMATION SERVICES	P	2009-09-16	2012-02-22
470SH STEWART INFORMATION SERVICES	P	2009-10-29	2012-03-23
29400SH CHARMING SHOPPES	D	2012-03-30	2012-04-03
1093SH FLEXSTEEL INDUSTRIES INC	P	2005-07-26	2012-05-10
610SH FLEXSTEEL INDUSTRIES INC	P	2007-08-08	2012-05-22
210SH FLEXSTEEL INDUSTRIES INC	P	2001-02-06	2012-06-15
4050SH ARCH COAL	P	2012-03-05	2012-07-20
910SH RADIOSHACK	P	2011-03-15	2012-08-07
119SH AIR CANADA INC	P	2008-09-22	2012-08-30
550SH AM CASTLE & CO	P	2012-04-05	2012-08-31
750SH STEEL DYNAMICS	P	2012-05-30	2012-08-31
410SH SANMINA CORP	P	2010-11-03	2012-09-07
290SH AM CASTLE & CO	P	2009-08-17	2012-09-14

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
4,919		8,517	-3,598
10,319		10,873	-554
345		1,424	-1,079
1,876		8,150	-6,274
9,828		23,645	-13,817
1,984		515	1,469
8,625		13,807	-5,182
7,820		15,104	-7,284
63,757		32,195	31,562
9,437		9,583	-146
7,995		5,436	2,559
78,172		6,902	71,270
1,933		1,350	583
8,604		7,942	662
7,598		4,336	3,262
26,147		51,153	-25,006
12,291		55,597	-43,306
21,511		22,544	-1,033
18,340		20,567	-2,227
29,737		19,640	10,097
12,931		17,186	-4,255
9,375		12,608	-3,233
5,524		10,622	-5,098
11,320		15,446	-4,126
5,609		24,305	-18,696
14,266		58,581	-44,315
3,276		7,630	-4,354
8,679		16,278	-7,599
2,218		4,190	-1,972
4,880		11,876	-6,996

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
42,430		21,078	21,352
13,151		13,317	-166
17,367		11,809	5,558
75,166		6,637	68,529
66,202		39,755	26,447
46,325		42,686	3,639
1,200		620	580
39,802		69,648	-29,846
13,297		43,671	-30,374
12,425		14,255	-1,830
15,171		18,482	-3,311
14,954		13,067	1,887
5,261		33,223	-27,962
4,782		4,757	25
9,071		13,409	-4,338
5,191		10,149	-4,958
2,683		11,980	-9,297
1,977		4,518	-2,541
10,920		15,563	-4,643
10,639		9,439	1,200
9,981		19,981	-10,000
2,400		5,843	-3,443
33,116		9,611	23,505
7,935		8,061	-126
19,712		13,403	6,309
140,109		12,005	128,104
124,130		66,656	57,474
359		319	40
11,192		5,785	5,407
13,655		23,527	-9,872

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
8,730		19,178	-10,448
12,516		13,320	-804
606		1,580	-974
25,693		31,600	-5,907
3,792		23,526	-19,734
574		262	312
1,241		1,294	-53
17,440		34,120	-16,680
3,055		13,748	-10,693
9,005		20,539	-11,534
5,897		8,002	-2,105
10,509		12,637	-2,128
7,043		6,725	318
10,081		10,762	-681
97,795		21,879	75,916
5,549		5,619	-70
15,301		9,683	5,618
135,298		11,593	123,705
71,139		37,444	33,695
3,622		2,463	1,159
7,592		3,925	3,667
41,945		66,295	-24,350
8,863		81,149	-72,286
14,782		13,691	1,091
10,224		7,960	2,264
5		21	-16
2,441		14,355	-11,914
32,571		26,629	5,942
11,201		9,349	1,852
53,240		64,863	-11,623

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,453		11,784	-9,331
426		655	-229
3,410		3,819	-409
11,839		9,747	2,092
9,902		15,211	-5,309
8,741		9,373	-632
68,101		15,165	52,936
5,271		3,967	1,304
27,431		17,190	10,241
21,291		20,564	727
5,372		2,786	2,586
1,611		1,095	516
200		95	105
24,946		24,827	119
4,502		41,063	-36,561
17,568		32,045	-14,477
14,697		11,404	3,293
366		1,412	-1,046
4,952		9,933	-4,981
3,528		2,865	663
13,004		9,142	3,862
12,883		21,809	-8,926
2,036		8,534	-6,498
13,814		21,172	-7,358
2,320		5,649	-3,329
13,522		36,871	-23,349
5,882		6,471	-589
7,685		5,936	1,749
39,859		4,255	35,604
21,875		10,829	11,046

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
10,476		6,535	3,941
31,157		30,350	807
16,764		12,152	4,612
2,416		1,369	1,047
7,792		3,686	4,106
24,290		27,835	-3,545
5,842		50,718	-44,876
2,592		5,267	-2,675
14,212		24,937	-10,725
14,990		16,890	-1,900
811		1,342	-531
56,622		25,589	31,033
6,491		7,948	-1,457
3,193		8,177	-4,984
7,076		29,667	-22,591
18,565		28,099	-9,534
13,810		9,953	3,857
7,598		20,749	-13,151
3,676		6,128	-2,452
5,326		1,357	3,969
176,183		44,536	131,647
137,695		67,683	70,012
84,638		7,324	77,314
53,208		33,651	19,557
13,243		9,602	3,641
5,828		3,309	2,519
10,591		5,009	5,582
50,878		52,691	-1,813
1,258		10,981	-9,723
19,204		19,436	-232

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
9,132		10,018	-886
1,908		1,803	105
4,039		6,670	-2,631
1,541		699	842
3,937		4,814	-877
17,878		36,052	-18,174
3,150		13,168	-10,018
6,563		8,822	-2,259
9,826		11,485	-1,659
2,833		8,719	-5,886
9,293		13,110	-3,817
97		131	-34
34,450		32,014	2,436
8,350		753	7,597
18,331		11,435	6,896
23,412		23,170	242
2,483		1,794	689
7,586		4,477	3,109
7,558		3,591	3,967
12,066		59,674	-47,608
832		7,259	-6,427
16,280		10,232	6,048
9,844		10,761	-917
20,352		19,157	1,195
5,702		7,885	-2,183
12,668		5,764	6,904
6,818		10,026	-3,208
12,770		25,719	-12,949
10,178		42,471	-32,293
12,175		16,361	-4,186

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
8,659		11,333	-2,674
8,854		12,413	-3,559
10,349		12,790	-2,441
43,890		31,670	12,220
1,917		2,075	-158
39,811		3,487	36,324
47,181		4,095	43,086
26,586		22,889	3,697
9,918		7,177	2,741
75,862		44,868	30,994
941		744	197
3,815		18,834	-15,019
96		838	-742
19,140		22,078	-2,938
16,181		28,230	-12,049
10,605		27,656	-17,051
9,236		12,456	-3,220
7,654		3,493	4,161
4,909		7,047	-2,138
5,747		11,419	-5,672
1,842		7,622	-5,780
1,036		1,388	-352
3,004		3,750	-746
6,592		10,306	-3,714
1,000		945	55
20,064		14,443	5,621
7,148		7,705	-557
6,102		4,594	1,508
37,852		3,276	34,576
25,742		17,994	7,748

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,513		2,326	1,187
2,598		1,483	1,115
55,268		44,085	11,183
2,052		10,366	-8,314
2,013		8,095	-6,082
6,964		8,518	-1,554
1,252		2,098	-846
12,492		12,751	-259
7,198		24,470	-17,272
55,965		25,501	30,464
11,812		16,345	-4,533
18,886		34,256	-15,370
10,863		45,931	-35,068
9,776		32,293	-22,517
267		315	-48
2,060		4,088	-2,028
5,587		5,291	296
3,135		2,243	892
6,338		6,816	-478
3,049		2,297	752
2,273		491	1,782
48,812		30,253	18,559
3,894		2,600	1,294
9,820		5,591	4,229
2,138		1,700	438
3,642		18,333	-14,691
4,551		18,374	-13,823
8,175		10,566	-2,391
11,530		20,222	-8,692
2,968		11,337	-8,369

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
619		2,059	-1,440
479		216	263
10,983		12,871	-1,888
12,590		22,137	-9,547
13,527		63,192	-49,665
10,754		33,723	-22,969
12,835		13,917	-1,082
11,966		6,467	5,499
13,917		6,954	6,963
31,725		42,266	-10,541
3,307		3,385	-78
8,118		6,159	1,959
41,702		9,013	32,689
2,175		1,746	429
1,638		1,095	543
9,797		5,591	4,206
43,970		30,604	13,366
8,295		41,403	-33,108
1,935		7,795	-5,860
11,764		6,716	5,048
11,362		11,682	-320
1,487		5,680	-4,193
754		5,365	-4,611
1,147		518	629
6,852		7,118	-266
833		6,777	-5,944
28,114		31,459	-3,345
9,897		30,998	-21,101
4,727		18,152	-13,425
9,994		12,447	-2,453

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,093		1,613	1,480
2,716		3,541	-825
4,394		4,513	-119
60,699		5,444	55,255
13,091		2,826	10,265
8,484		5,941	2,543
3,798		2,600	1,198
7,797		4,450	3,347
24,738		60,618	-35,880
2,384		11,974	-9,590
893		3,586	-2,693
55		221	-166
15,540		16,043	-503
1,888		7,074	-5,186
7,575		18,386	-10,811
4,797		2,612	2,185
2,070		14,992	-12,922
12,124		13,501	-1,377
5,982		14,767	-8,785
8,023		9,112	-1,089
12,738		7,511	5,227
13,057		12,099	958
8,590		4,379	4,211
11,421		11,707	-286
32,478		24,638	7,840
115,575		24,146	91,429
7,983		5,512	2,471
21,420		19,744	1,676
1,999		1,141	858
62,397		148,549	-86,152

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
9,592		47,607	-38,015
451		1,833	-1,382
2,202		8,642	-6,440
12,213		12,603	-390
5,526		21,926	-16,400
2,247		2,206	41
12,532		13,763	-1,231
4,236		28,763	-24,527
2,187		11,048	-8,861
546		1,342	-796
16,214		13,865	2,349
3,094		3,948	-854
8,125		7,622	503
70,233		35,731	34,502
22,343		22,708	-365
6,468		4,405	2,063
176,790		36,935	139,855
23,776		16,398	7,378
12,192		8,348	3,844
4,196		2,396	1,800
24,800		50,256	-25,456
2,613		12,952	-10,339
125		508	-383
6,732		7,137	-405
9,135		7,934	1,201
3,682		4,905	-1,223
3,834		3,077	757

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-3,598
			-554
			-1,079
			-6,274
			-13,817
			1,469
			-5,182
			-7,284
			31,562
			-146
			2,559
			71,270
			583
			662
			3,262
			-25,006
			-43,306
			-1,033
			-2,227
			10,097
			-4,255
			-3,233
			-5,098
			-4,126
			-18,696
			-44,315
			-4,354
			-7,599
			-1,972
			-6,996

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			21,352
			-166
			5,558
			68,529
			26,447
			3,639
			580
			-29,846
			-30,374
			-1,830
			-3,311
			1,887
			-27,962
			25
			-4,338
			-4,958
			-9,297
			-2,541
			-4,643
			1,200
			-10,000
			-3,443
			23,505
			-126
			6,309
			128,104
			57,474
			40
			5,407
			-9,872

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-10,448
			-804
			-974
			-5,907
			-19,734
			312
			-53
			-16,680
			-10,693
			-11,534
			-2,105
			-2,128
			318
			-681
			75,916
			-70
			5,618
			123,705
			33,695
			1,159
			3,667
			-24,350
			-72,286
			1,091
			2,264
			-16
			-11,914
			5,942
			1,852
			-11,623

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-9,331
			-229
			-409
			2,092
			-5,309
			-632
			52,936
			1,304
			10,241
			727
			2,586
			516
			105
			119
			-36,561
			-14,477
			3,293
			-1,046
			-4,981
			663
			3,862
			-8,926
			-6,498
			-7,358
			-3,329
			-23,349
			-589
			1,749
			35,604
			11,046

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			3,941
			807
			4,612
			1,047
			4,106
			-3,545
			-44,876
			-2,675
			-10,725
			-1,900
			-531
			31,033
			-1,457
			-4,984
			-22,591
			-9,534
			3,857
			-13,151
			-2,452
			3,969
			131,647
			70,012
			77,314
			19,557
			3,641
			2,519
			5,582
			-1,813
			-9,723
			-232

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-886
			105
			-2,631
			842
			-877
			-18,174
			-10,018
			-2,259
			-1,659
			-5,886
			-3,817
			-34
			2,436
			7,597
			6,896
			242
			689
			3,109
			3,967
			-47,608
			-6,427
			6,048
			-917
			1,195
			-2,183
			6,904
			-3,208
			-12,949
			-32,293
			-4,186

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-2,674
			-3,559
			-2,441
			12,220
			-158
			36,324
			43,086
			3,697
			2,741
			30,994
			197
			-15,019
			-742
			-2,938
			-12,049
			-17,051
			-3,220
			4,161
			-2,138
			-5,672
			-5,780
			-352
			-746
			-3,714
			55
			5,621
			-557
			1,508
			34,576
			7,748

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,187
			1,115
			11,183
			-8,314
			-6,082
			-1,554
			-846
			-259
			-17,272
			30,464
			-4,533
			-15,370
			-35,068
			-22,517
			-48
			-2,028
			296
			892
			-478
			752
			1,782
			18,559
			1,294
			4,229
			438
			-14,691
			-13,823
			-2,391
			-8,692
			-8,369

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,440
			263
			-1,888
			-9,547
			-49,665
			-22,969
			-1,082
			5,499
			6,963
			-10,541
			-78
			1,959
			32,689
			429
			543
			4,206
			13,366
			-33,108
			-5,860
			5,048
			-320
			-4,193
			-4,611
			629
			-266
			-5,944
			-3,345
			-21,101
			-13,425
			-2,453


Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			1,480
			-825
			-119
			55,255
			10,265
			2,543
			1,198
			3,347
			-35,880
			-9,590
			-2,693
			-166
			-503
			-5,186
			-10,811
			2,185
			-12,922
			-1,377
			-8,785
			-1,089
			5,227
			958
			4,211
			-286
			7,840
			91,429
			2,471
			1,676
			858
			-86,152

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-38,015
			-1,382
			-6,440
			-390
			-16,400
			41
			-1,231
			-24,527
			-8,861
			-796
			2,349
			-854
			503
			34,502
			-365
			2,063
			139,855
			7,378
			3,844
			1,800
			-25,456
			-10,339
			-383
			-405
			1,201
			-1,223
			757

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
WASHINGTON UNIVERSITY1 BROOKLINGS DRIVE ST LOUIS,MO 63130		501(C)(3)	TOWLE SCHOLARSHIP FUND	35,000
THE PRINCIPIA13201 CLAYTON RD ST LOUIS,MO 63131		501(C)(3)	CRAFTON CTR, EULA TOWLE FD,MOREY FD	95,000
LEELANAUKOHAHNA FD1653 PORT ONEIDA RD MAPLE CITY,MI 49664		501(C)(3)	ENDOWMENT FUND	65,000
ADVENTURE UNLIMITED5201 S QUEBEC ST ENGLEWOOD,CO 80111		501(C)(3)	ENDOWMENT FUND	65,000
CEDARS CAMP1314 PARKVIEW VALLEY DRIV MANCHESTER,MO 63011		501(C)(3)	ENDOWMENT FUND	65,000
CAMPS NEWFOUNDOWATONNA4 CAMP NEWFOUND RD HARRISON,ME 04040		501(C)(3)	ENDOWMENT FUND	65,000
PEACE HAVEN ASSOCIATION 12630 ROTT RD ST LOUIS,MO 63127		501(C)(3)	ENDOWMENT FUND	35,000
CITY ACADEMY4175 N KINGSHIGHWAY ST LOUIS,MO 63115		501(C)(3)	ENDOWMENT FUND	25,000
LONGYEAR MUSEUM1125 BOYLSTON STREET CHESTNUT HILL,MA 02467		501(C)(3)	ENDOWMENT FUND	10,849
ELLWOOD HOUSE ENDOWMENT609 1ST ST DEKALB,IL 60015		501(C)(3)	ELLWOOD-NEHRING HOUSE	50,000
CRYSTAL LAKE CAMPS1676 CRYSTAL LAKE RD HUGHESVILLE,PA 17737		501(C)(3)	ENDOWMENT FUND	10,000
Total  3a				520,849

TY 2011 Accounting Fees Schedule

Name: TOWLE FAMILY FOUNDATION

EIN: 43-1800405

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SMITH PATRICK, LLC	4,600			

TY 2011 Compensation Explanation

Name: TOWLE FAMILY FOUNDATION

EIN: 43-1800405

Person Name	Explanation
J ELLWOOD TOWLE	
CHRISTOPHER D TOWLE	

TY 2011 Investments Corporate

Stock Schedule

Name: TOWLE FAMILY FOUNDATION

EIN: 43-1800405

Name of Stock	End of Year Book Value	End of Year Fair Market Value
28860SH GOODYEAR TIRE & RUBBER CO.	312,631	351,803
8140SH GROUP 1 AUTOMOTIVE INC.		
65510SH MERITOR INC.	402,715	277,762
11120SH NAVISTAR INT'L CORP.	292,468	234,521
4785SH SONIC AUTOMOTIVE INC.	41,333	90,819
19240SH BROWN SHOE CO.	109,042	308,417
95290SH CHARMING SHOPPES INC.		
31713SH CHIQUITA BRANDS INT'L INC.	361,170	242,287
24640SH DEAN FOODS INC.		
33780SH DOLE FOOD COMPANY INC.	316,023	473,933
10500SH FLEXSTEEL INDUSTRIES INC.		
61910SH FURNITURE BRANDS INT'L INC.		
17010SH GAMESTOP CORP.	329,232	357,210
26810SH JONES GROUP INC.	286,045	345,045
60820SH OFFICEMAX INC.	355,942	475,004
214910SH RADIOSHACK CORP.		
7690SH ROYAL CARRIBBEAN CRUISES LTD.	183,614	232,315
81260SH SUPERVALU INC.	514,220	195,837
3750SH WHIRLPOOL CORP.	224,218	310,913
100930SH CAL DIVE INTERNATIONAL, INC	238,840	154,423
45920SH CANADIAN SOLAR INC.	223,681	128,117
12940SH PATTERSON-UTI ENERGY, INC.	194,357	204,711
11940SH PEYBODY ENERGY CORPORATION	264,723	266,143
12950SH TESORO CORP.	120,001	542,605
12340SH VALERO ENERGY CORP.	269,635	390,931
2420SH ALLIED WORLD ASSURANCE LTD.	106,610	186,945
27520SH AMERISERV FINANCIAL INC.	109,348	81,734
8850SH ARGO GROUP INT'L HOLDINGS LTD	273,214	286,652
12440SH CAN FINANCIAL CORP.	292,640	333,392
25290SH PHH CORP.	417,072	514,652

Name of Stock	End of Year Book Value	End of Year Fair Market Value
26620SH STEWART INFORMATION SERVICES		
6120SH THE HANOVER INSURANCE GROUP I	228,826	228,031
6122SH AM CASTLE & CO.	63,337	76,464
32240SH CELESTICA INC.	222,787	230,194
75530SH FERRO CORP.	340,478	252,208
8190SH GENERAL CABLE CORP.	193,775	240,622
16600SH INGRAM MICRO INC.	290,007	252,818
16570SH POLYONE CORP.	52,263	274,565
31720SH SANMINA-SCI CORP.	224,919	269,937
13520SH STEEL DYNAMICS, INC.	141,683	151,965
17650SH UNISYS CORP.	325,701	367,473
18130SH VIRCO MFG. CORP.	33,728	42,968
59620SH AEGEAN MARINE PETROLEUM INC.	431,067	361,893
37800SH AIR CANADA INC.		
30600SH GENCO SHIPPING & TRADING LTD	264,119	112,608
41590SH HAWAIIAN HOLDINGS INC.	225,193	232,488
5350SH OVERSEAS SHIPHOLDING GROUP IN		
80544SH STAR BULK CARRIERS CORP.	258,070	48,512

TY 2011 Other Assets Schedule

Name: TOWLE FAMILY FOUNDATION

EIN: 43-1800405

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
TRADES PENDING SETTLEMENT		65,245	65,245
TAX DEPOSITS		38,800	38,800
ROUNDING		-4	-2

TY 2011 Other Expenses Schedule**Name:** TOWLE FAMILY FOUNDATION**EIN:** 43-1800405

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
WIRE IN FEES	15			
MISCELLANEOUS & ROUNDING	5			

TY 2011 Other Liabilities Schedule

Name: TOWLE FAMILY FOUNDATION

EIN: 43-1800405

Description	Beginning of Year - Book Value	End of Year - Book Value
TRADES PENDING SETTLEMENT		57,876

TY 2011 Other Professional Fees Schedule

Name: TOWLE FAMILY FOUNDATION

EIN: 43-1800405

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TOWLE & CO	96,083			

TY 2011 Taxes Schedule

Name: TOWLE FAMILY FOUNDATION

EIN: 43-1800405

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	20,288			