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Form **990-PF**

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

OMB No 1545-0052

2012Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation ARTHUR M HEARD TRUST C/O ADAM HEARD, CO-TTEE		A Employer identification number 02-6004459
Number and street (or P.O. box number if mail is not delivered to street address) 4 NEWCASTLE ST	Room/suite	B Telephone number (see instructions) 617-325-7787
City or town, state, and ZIP code CONCORD NH 03301		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <div style="display: flex; justify-content: space-between;"> <div> <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change </div> <div> <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change </div> </div>		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input checked="" type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 365,309	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses		(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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	10,053	10,053	10,053	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	4,196			
	b Gross sales price for all assets on line 6a	54,162			
	7 Capital gain net income (from Part IV, line 2)		4,196		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	14,249	14,249	10,053		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 1	1,660	830		830
	c Other professional fees (attach schedule) STMT 2	2,128	2,128		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 3	192			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 4	140			140
	24 Total operating and administrative expenses. Add lines 13 through 23	4,120	2,958	0	970
	25 Contributions, gifts, grants paid	18,000			18,000
26 Total expenses and disbursements. Add lines 24 and 25	22,120	2,958	0	18,970	
27 Subtract line 26 from line 12.					
a Excess of revenue over expenses and disbursements	-7,871				
b Net investment income (if negative, enter -0-)		11,291			
c Adjusted net income (if negative, enter -0-)			10,053		

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2012)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	3,479	10,499	10,499
	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)			
	b Investments – corporate stock (attach schedule) SEE STMT 5	176,302	167,128	200,191
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach sch.) ▶			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach sch.) ▶			
	15 Other assets (describe ▶ SEE STATEMENT 6)	145,681	139,964	154,619
	16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	325,462	317,591	365,309
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input checked="" type="checkbox"/>			
	24 Unrestricted	325,462	317,591	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>			
	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)	325,462	317,591	
	31 Total liabilities and net assets/fund balances (see instructions)	325,462	317,591	

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	325,462
2 Enter amount from Part I, line 27a	2	-7,871
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	317,591
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	317,591

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 SECURITY SALES		P	12/31/12	12/31/12
b L/T CAPITAL GAIN DIST		P		12/31/12
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 51,253		49,966	1,287
b 2,909			2,909
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			1,287
b			2,909
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	4,196
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 </div>	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	15,685	356,736	0.043968
2010	15,887	333,437	0.047646
2009	15,668	307,573	0.050941
2008	18,686	364,310	0.051291
2007	18,450	411,878	0.044795

2 Total of line 1, column (d)	2	0.238641
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	0.047728
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	361,975
5 Multiply line 4 by line 3	5	17,276
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	113
7 Add lines 5 and 6	7	17,389
8 Enter qualifying distributions from Part XII, line 4	8	18,970

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		1	113
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3 Add lines 1 and 2		3	113
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	113
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
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		
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		113
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax Refunded	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) NH		
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	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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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 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? Website address ► N/A	13	X	
14	The books are in care of ► ADAM HEARD 4 NEWCASTLE STREET Located at ► CONCORD NH Telephone no ► 603-271-5449 ZIP+4 ► 03301			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A <input type="checkbox"/>	1b	
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 2012? 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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ► 20 , 20 , 20 , 20 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 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 2012) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	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**6b****b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

☐ Yes ☒ No**7b****7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

N/A

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 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
ADAM HEARD 4 NEWCASTLE ST CONCORD NH 03301	TRUSTEE 1.00	0	0	0
GEOFFERY JOHNSON 53 WALWORTH ST ROSLINDALE MA 02131	TRUSTEE 1.00	0	0	0

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

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

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	360,344
b	Average of monthly cash balances	1b	7,143
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	367,487
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	367,487
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	5,512
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	361,975
6	Minimum investment return. Enter 5% of line 5	6	18,099

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	18,099
2a	Tax on investment income for 2012 from Part VI, line 5	2a	113
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	113
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	17,986
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	17,986
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	17,986

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	18,970
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	18,970
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	113
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	18,857

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				17,986
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			14,095	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e				
4 Qualifying distributions for 2012 from Part XII, line 4. ▶ \$ 18,970				
a Applied to 2011, but not more than line 2a			14,095	
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 2012 distributable amount				4,875
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (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 2011. Subtract line 4a from line 2a. Taxable amount – see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				13,111
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 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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 2012, 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			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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 or e-mail of the person to whom applications should be addressed.

N/A

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

N/A

c Any submission deadlines

N/A

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				
FEDERATED CHURCH OF SANDW 16 CHURCH STREET CENTER SANDWICH NH 03227	NONE IN ACCORDANCE	PUBLIC WITH THE TRUST TERMS		6,000
SAMUEL WENTWORTH LIBRARY PO BOX 146 CENTER SANDWICH NH 03227	NONE IN ACCORDANCE	PUBLIC WITH THE TRUST TERMS		3,000
SANDWICH HISTORICAL SOCIETY PO BOX 106 CENTER SANDWICH NH 03227	NONE IN ACCORDANCE	PUBLIC WITH THE TRUST TERMS		3,000
SANDWICH HOME INDUSTRIES 32 MAIN STREET CENTER SANDWICH NH 03227	NONE IN ACCORDANCE	PUBLIC WITH THE TRUST TERMS		3,000
TRUSTEES OF SANDWICH CEMETERY PO BOX 88 CENTER SANDWICH NH 03227	NONE IN ACCORDANCE	PUBLIC WITH THE TRUST TERMS		3,000
Total			► 3a	18,000
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	10,053	
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	4,196	
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		14,249	0
13 Total. Add line 12, columns (b), (d), and (e)					13	14,249

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Federal Statements**Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
MASON + RICH, PA	\$ 1,660	\$ 830	\$	\$ 830
TOTAL	\$ 1,660	\$ 830	\$ 0	\$ 830

Statement 2 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INVESTMENT FEES - CITIZENS	\$ 2,128	\$ 2,128	\$	\$
TOTAL	\$ 2,128	\$ 2,128	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
IRS TAXES	\$ 192	\$	\$	\$
TOTAL	\$ 192	\$ 0	\$ 0	\$ 0

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES	\$	\$	\$	\$
NH ANNUAL FILING FEE	75			75
PROBATE FILING FEE	65			65
TOTAL	\$ 140	\$ 0	\$ 0	\$ 140

Federal Statements**Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
COMMON STOCKS - SEE ATTACHED	\$ 176,302	\$ 167,128	COST	\$ 200,191
TOTAL	<u>\$ 176,302</u>	<u>\$ 167,128</u>		<u>\$ 200,191</u>

Statement 6 - Form 990-PF, Part II, Line 15 - Other Assets

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Fair Market Value</u>
MUTUAL FUNDS - SEE ATTACHED	\$ 145,681	\$ 139,964	\$ 154,619
TOTAL	<u>\$ 145,681</u>	<u>\$ 139,964</u>	<u>\$ 154,619</u>

Account Holdings Section**Investment Account Statement**

December 1, 2012 - December 31, 2012

Account Holdings Schedule

Description	Quantity/ Current Price	Market Value	Tax Cost	Est. Ann. Income/ Current Yield
Fixed Income - Taxable				
Metropolitan West High Yd Bd I #514	924.57 10.42	\$9,634.00	\$10,154.22	\$675.86 7.01%
CUSIP: 592905848				
Templeton Global Bond Advisor #616	600.03 13.34	\$8,004.44	\$8,114.71	\$355.82 4.44%
CUSIP: 880208400				
Vanguard Admiral Fixed Income St	1,310.90 10.83	\$14,197.09	\$14,067.45	\$332.97 2.34%
Corp Fd # 539				
CUSIP: 922031836				
Vanguard Admiral GNMA Fd #536	1,619.27 10.91	\$17,666.21	\$16,288.66	\$505.21 2.86%
CUSIP: 922031794				
Vanguard Infl-Protcl SEC Admin #5119	418.31 28.54	\$11,938.65	\$10,351.40	\$312.48 2.62%
CUSIP: 922031737				
Vanguard Intermediate-Term Bond	7,361.98 11.96	\$88,049.30	\$75,876.64	\$2,849.09 3.24%
Index Fund Signal SHS #1350				
CUSIP: 921937843				
Vanguard Short-Term Fed Admr #549	474.93 10.80	\$5,129.28	\$5,110.88	\$35.15 0.68%
CUSIP: 922031844				
Total Fixed Income - Taxable		\$154,618.97	\$139,963.96	\$5,066.58
Equities				
Abbott Laboratories	20.00	\$1,310.00	\$930.29	\$11.20
CUSIP: 002824100	65.50			0.85%
Actuant Corp	45.00	\$1,255.95	\$1,321.27	\$1.80
CUSIP: 00508X203	27.91			0.14%
Affiliated Managers Group Inc	15.00	\$1,952.25	\$1,142.25	\$0.00
CUSIP: 008252108	130.15			0.00%
Ametek Inc	45.00	\$1,690.65	\$1,295.71	\$10.80
CUSIP: 031100100	37.57			0.64%
AMGEN Inc	20.00	\$1,724.00	\$1,430.08	\$37.60
CUSIP: 031162100	86.20			2.18%
Apartment Inv't & Mgmt Co CL A	50.00 27.06	\$1,353.00	\$1,335.50	\$40.00 2.96%
CUSIP: 03748R101				
Apple Computer Inc.	10.00	\$5,321.73	\$2,627.50	\$106.00
CUSIP: 037833100	532.17			1.99%

Account Holdings Section (continued)**Investment Account Statement**

December 1, 2012 - December 31, 2012

Description	Quantity/ Current Price	Market Value	Tax Cost	Est. Ann. Income/ Current Yield
AT & T Inc	50.00	\$1,685.50	\$1,567.69	\$90.00
CUSIP: 00206R102	33.71			5.34%
Bank of America Corporation	115.00	\$1,335.15	\$1,227.57	\$4.60
CUSIP: 060505104	11.61			0.34%
BB&T Corp	60.00	\$1,746.60	\$1,394.82	\$48.00
CUSIP: 054937107	29.11			2.75%
Boeing Co.	20.00	\$1,507.20	\$1,422.00	\$38.80
CUSIP: 097023105	75.36			2.57%
Chevron Corp	50.00	\$5,407.00	\$1,975.00	\$180.00
CUSIP: 166764100	108.14			3.33%
Chubb Corp.	25.00	\$1,883.00	\$1,542.20	\$41.00
CUSIP: 171232101	75.32			2.18%
CIGNA	35.00	\$1,871.10	\$1,514.45	\$1.40
CUSIP: 125509109	53.46			0.07%
Cintas Corporation	30.00	\$1,227.00	\$1,248.62	\$19.20
CUSIP: 172908105	40.90			1.56%
Citigroup Inc Com New	75.00	\$2,967.00	\$2,061.99	\$3.00
CUSIP: 172967424	39.56			0.10%
Coca-Cola Co.	80.00	\$2,900.00	\$3,011.60	\$81.60
CUSIP: 191216100	36.25			2.81%
Columbia Acorn Fund CL Z	245.35	\$7,470.76	\$6,479.26	\$36.80
#492	30.45			0.49%
CUSIP: 197199409				
E M C Corp Mass	100.00	\$2,530.00	\$2,086.91	\$0.00
CUSIP: 268648102	25.30			0.00%
Ebay Inc	40.00	\$2,039.91	\$1,655.45	\$0.00
CUSIP: 278642103	51.00			0.00%
Edison International	40.00	\$1,807.60	\$1,479.20	\$54.00
CUSIP: 281020107	45.19			2.99%
Exxon Mobil Corp	50.00	\$4,327.50	\$1,814.50	\$114.00
CUSIP: 30231G102	86.55			2.63%
General Electric Co	150.00	\$3,148.50	\$839.11	\$114.00
CUSIP: 369604103	20.99			3.62%
Google Inc	5.00	\$3,536.90	\$2,642.15	\$0.00
CUSIP: 38259P508	707.38			0.00%
Hanesbrands Inc	45.00	\$1,611.90	\$1,515.30	\$0.00
CUSIP: 410345102	35.82			0.00%
Hershey Company	20.00	\$1,444.40	\$1,022.20	\$33.60
CUSIP: 427866108	72.22			2.33%
Intel Corp	70.00	\$1,443.40	\$1,845.83	\$63.00
CUSIP: 458140100	20.62			4.36%
International Business	15.00	\$2,873.25	\$2,448.90	\$51.00
Machines	191.55			1.77%
CUSIP: 459200101				



Account Holdings Section (continued)**Investment Account Statement**

December 1, 2012 - December 31, 2012

Description	Quantity/ Current Price	Market Value	Tax Cost	Est. Ann. Income/ Current Yield
iShares Core S&P Mid-Cap ETF	125 00 101.70	\$12 712 50	\$10 725 66	\$181 38 1.43%
CUSIP: 464287507				
iShares Core S&P Small-Cap ETF	150 00 78.10	\$11,715 00	\$9,598 98	\$193 95 1.66%
CUSIP: 464287804				
iShares DJ US Oil Equip & Svcs	40 00 51.01	\$2,040 40	\$2,175 94	\$13 00 0.64%
CUSIP: 464288844				
iShares MSCI Emerging Mkts	200 00 44.35	\$8,870 00	\$9,005 43	\$149 00 1.68%
CUSIP: 464287234				
iShares TR MSCI EAFE Idx	375 00 56.86	\$21 322 50	\$22,807 31	\$659 63 3.09%
CUSIP: 464287465				
iShares TR Nasdaq Bio Indx	10 00 137.22	\$1,372 20	\$1 284 26	\$6 57 0.48%
CUSIP: 464287556				
Johnson & Johnson	20 00 70.10	\$1,402 00	\$1,284 40	\$48 80 3.48%
CUSIP: 478160104				
JPMorgan Chase & Co	50 00 43.97	\$2,198 46	\$2,048 50	\$60 00 2.73%
CUSIP: 46625H100				
Marriott Intl' Inc. New Class A	35 00 37.27	\$1,304 45	\$1,261 45	\$18 20 1.39%
CUSIP: 571903202				
McDonalds Corp.	50 00 88.21	\$4,410 50	\$2,560 50	\$154 00 3.49%
CUSIP: 580135101				
Mcgraw-Hill, Inc.	30 00 54.67	\$1,640 10	\$1,406 47	\$30 60 1.87%
CUSIP: 580645109				
Merck & Co Inc New Com	50 00 40.94	\$2,047 00	\$1,596 00	\$86 00 4.20%
CUSIP: 58933Y105				
Metlife Inc	50 00 32.94	\$1,647 00	\$2,752 00	\$37 00 2.25%
CUSIP: 59156R108				
Microsoft Corp	90 00 26.71	\$2,403 87	\$2,665 12	\$82 80 3.44%
CUSIP: 594918104				
Monsanto Co New	25 00 94.65	\$2 366 25	\$1,917 53	\$37 50 1.58%
CUSIP: 61166W101				
Motorola Solutions Inc Com New	35 00 55.68	\$1,948 80	\$1,774 42	\$36 40 1.87%
CUSIP: 620076307				
Nextera Energy Inc Com	50 00 69.19	\$3,459 50	\$1,522 25	\$120 00 3.47%
CUSIP: 65339F101				
Occidental Petroleum Corp.	40 00 76.61	\$3,064 40	\$3,520 40	\$86 40 2.82%
CUSIP: 674599105				
Oracle Systems Corp.	60 00 33.32	\$1,999 20	\$1,092 19	\$14 40 0.72%
CUSIP: 68389X105				
Pepsico Inc	50 00 68.43	\$3 421 50	\$615 10	\$107 50 3.14%
CUSIP: 713448108				

Account Holdings Section (continued)

EIN 02-6004459

Investment Account Statement

December 1, 2012 - December 31, 2012

Description	Quantity/ Current Price	Market Value	Tax Cost	Est. Ann. Income/ Current Yield
Pfizer Inc	75.00	\$1,380.95	\$1,380.75	\$72.00
CUSIP: 717081103	25.08			3.83%
PNC Financial Services Group	35.00	\$2,040.85	\$823.93	\$56.00
CUSIP: 693475105	58.31			2.74%
Procter & Gamble Co	25.00	\$1,697.25	\$1,321.50	\$56.20
CUSIP: 742718109	67.89			3.31%
Qualcomm Corp	30.00	\$1,855.79	\$1,758.85	\$30.00
CUSIP: 747525103	61.86			1.62%
Quanta Svcs Inc	45.00	\$1,228.05	\$1,191.16	\$0.00
CUSIP: 74762E102	27.29			0.00%
Schlumberger LTD	25.00	\$1,732.47	\$2,652.25	\$27.50
CUSIP: 806857108	69.30			1.59%
Select Sector SPDR TR	100.00	\$3,754.00	\$3,211.55	\$85.30
Matls	37.54			2.27%
CUSIP: 81369Y100				
SunTrust Banks Inc.	50.00	\$1,417.50	\$3,164.00	\$10.00
CUSIP: 867914103	28.35			0.70%
T Rowe Price Mid-Cap Growth	189.24	\$10,686.16	\$9,515.16	\$0.00
Fd Inc	56.47			0.00%
Com				
CUSIP: 779556109				
Thermo Fisher Scientific Inc	25.00	\$1,594.50	\$1,528.92	\$15.00
CUSIP: 883556102	63.78			0.94%
TJX Companies New	40.00	\$1,698.00	\$1,154.86	\$18.40
CUSIP: 872540109	42.45			1.08%
United Technologies Corp	20.00	\$1,640.20	\$666.00	\$42.80
CUSIP: 913017109	82.01			2.61%
Visa Inc	15.00	\$2,273.70	\$1,313.69	\$19.80
CUSIP: 92826C839	151.58			0.87%
Wal-Mart Stores	50.00	\$3,411.50	\$2,614.00	\$79.50
CUSIP: 931142103	68.23			2.33%
Wells Fargo & Co New	75.00	\$2,563.50	\$2,340.00	\$66.00
CUSIP: 949746101	34.18			2.57%
Total Equities		\$200,191.30	\$167,127.88	\$3,883.03
Cash & Cash Equivalents				
CitizensSelect Prime Money	7,046.36	\$7,046.36	\$7,046.36	\$0.00
Market	1.00			0.00%
Fund #462				
CUSIP: 177366101				



Account Holdings Section (continued)**Investment Account Statement**

December 1, 2012 - December 31, 2012

Description	Quantity/ Current Price	Market Value	Tax Cost	Est. Ann. Income/ Current Yield
CitizensSelect Prime Money Market Fund #462 CUSIP: 177366101	3,453.05 1.00	\$3,453.05	\$3,453.05	\$0.00(i) 0.00%
Total Cash & Cash Equivalents		\$10,499.41	\$10,499.41	\$0.00
Total All Assets		\$365,309.68	\$317,591.25	\$8,949.61

Market prices and income projections are from sources we believe to be reliable but are not guaranteed.